Prime Financial Group Ltd and its Controlled Entities
ABN 70 009 487 674

Appendix 4E Preliminary Financial Report given to the ASX under Listing Rule 4.3A

For the year ended 30 June 2024

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Reporting Period

Reporting Period	
Current reporting period	Year ended 30 June 2024
Previous corresponding reporting period	Year ended 30 June 2023

Results to Announcement to the Market

Results to Announcement to the Market			
Revenue from ordinary activities	up	21% to	40,774,273
Profit (loss) from ordinary activities after tax attributable to members	down	35% to	2,851,177
Net profit (loss) for the period attributable to members	down	35% to	2,851,177

Dividends	Amount per security	Franked amount per security
Interim dividend	0.75 cents	0.75 cents
Final dividend	0.85 cents	0.85 cents
Total dividend	1.60 cents	1.60 cents
Record date for determining entitlements to Final dividend		3 September 2024
Payment date for Final dividend		26 September 2024

Results were extracted from the Financial Statements for the year ended 30 June 2024 which was audited by Ernst & Young.

Commentary on the results for the year ended 30 June 2024 is included in the Directors' Report section of the Annual Report for the year ended 30 June 2024.

Net Tangible Assets Per Security

Reporting Period	30 June 2024	30 June 2023
Net tangible asset backing per ordinary security	(2.59) cents	(0.48) cents

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For the year ended 30 June 2024

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Results to Announcement to the Market

Dividends	Date of Payment	Total amount of dividend
Interim dividend – Year ended 30 June 2024	28 March 2024	0.75 cents
Final dividend – Year ended 30 June 2024	26 September 2024	0.85 cents

Amount per security	Amount per security	Franked amount per security
Current Year	1.60 cents	100%
Previous Year	1.50 cents	100%

Total dividend on all securities	2024 $A'000	2023 $A'000
Ordinary Securities	3,660	3,002
Total	**3,660**	**3,002**

Prime
Prime Financial Group Limited
Annual Report 2024
For the year ended 30 June 2024

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Managing Director/CEO & Chairman's Message

Dear Shareholders,

The 2024 financial year (FY24) was another period of strong growth for Prime Financial Group Ltd ("Prime"), delivering on our financial guidance and continuing to build scale in the business.

Prime's track record of delivering growth across the key metrics was extended to a sixth consecutive year since repositioning our firm as a 'OneConnected' Advice, Capital & Asset Management Group.

We have been on a journey building Prime into a leading player in the 'Emerging Business' and 'Wealth" segments – two segments of the market that we believe offer substantial growth tailwinds and are often connected through founder-led businesses, a space Prime has deep experience in.

The results we delivered in FY24 came through both organic and inorganic growth, which culminated in revenue of $40.8 million, up 21% versus FY23, and Underlying Earnings Before Interest, Tax, Depreciation, and Amortisation (EBITDA) of $10.2 million, up 18% on prior year.

Importantly, we very much remain on track to achieve our goal of delivering Group revenue of $50 million in FY25, and then doubling revenue again to $100 million within 3-5 years. All the while, leveraging our growing scale benefits to improve group profitability.

A key pillar of Prime's growth strategy is to pursue Earnings per Share (EPS)-accretive acquisitions that add new capabilities, scale and clients. In FY24, we were delighted to complete two material acquisitions.

In February 2024, we announced the acquisition of Altor Capital (Altor), an asset management business and platform, which added new capabilities and track record in alternative assets, property, and growth funding solutions. Over the previous six years, Altor has built a funds management business, including distribution and administration, which allows the capability to launch new products and increase Prime's acquisition capabilities in funds management. We are already leveraging this capability within our Wealth segment, with a new Property fund in social infrastructure whilst also delivering an increased number of equity and credit funding solutions to our Business clients, plus additional service solutions to Businesses.

In June 2024, we announced the acquisition of Equity Plan Management (EPM), which further expanded our capability within our Business segment by adding employee share plan structuring, management and services, as well as bringing additional clients the Group can service whilst also increasing earnings.

To fund the Group growth initiatives, the Group successfully completed a fully underwritten non-renounceable entitlement offer, raising $3.3 million, late in FY24. The Group continues to prudently manage its balance sheet, finishing FY24 with an Underlying EBITDA to Net Debt ratio of 1.1 times. Post balance-date, including all proceeds from the capital raise, the proforma Underlying EBITDA to Net Debt

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FY24 Financial Highlights

+21% to $40.8M Total Revenue	**+18% to $10.2M** Underlying EBITDA (members/shareholders)	**25%** (FY23:26%) Underlying EBITDA Margin
1.37 cps (vs 2.22 cps) Reported Earnings per Share (EPS)	**+7% to 1.60 cps** Full Year Dividend Up	**1.1 x Underlying EBITDA to Net Debt Ratio** Net Debt of $11.3M

ratio was 0.9 times, representing substantial balance sheet flexibility for future growth, with access to facilities of up to $25.0 million.

Prime has a track record of finding attractive businesses and successfully integrating them into the OneConnected model. We will continue to pursue EPS-accretive acquisitions that add new clients, capabilities and scale to the business, with one such possibility including the Non-binding Indicative Offer (NBIO) that has been signed for a wealth and funds management business, which we will continue to provide updates on as it progresses.

As a result of the strong FY24 result, the Board was pleased to announce a final dividend of 0.85 cents per share (cps), taking the FY24 total dividend to 1.60 cps, which was up 7% on prior year.

Furthermore, The Group, was pleased to announce the appointment of a new Independent Director, Ms Andrea Slingsby, who formally joined the Board on 5 July 2024. Andrea's significant experience across governance, assurance and strategic transformation and growth, further strengthens our board.

Looking ahead, our focus doesn't change. We enter FY25 with significant momentum after a strong H2 FY24, which will be further assisted by full year contributions from both Altor and EPM. The Group will continue to build scale and grow profitability through:

- Strong organic growth in core services, scaling the new service offerings, and a focused cross-sell strategy
- Maximising the value from the Altor and EPM acquisitions, and delivering further EPS-accretive acquisitions, plus
- Scale efficiencies to drive profitability improvements

We are confident that we can continue our strong record of growth in FY25.

I would like to thank my fellow Board Members, the management team and all Prime team members for their hard work and commitment in another successful year for the Group.

I would also like to thank our shareholders for their ongoing support. I look forward to updating you on our progress over the months ahead.

As a Group we will continue to aspire, innovate, grow and impact, whilst focusing on our purpose of providing our clients with a personalised service to realise their goals and aspirations.

Simon Madder
Managing Director/CEO & Chairman

Key Financial Information

Delivering on guidance

Revenue - up 21%

Strong revenue growth across both operating segments, driven by organic and inorganic growth.

H1 vs H2 performance

- Strong H2 performance, generating $6.4M in Underlying EBITDA;
- One-off adjustments split $2.1M in H1 and $0.5M in H2, which reflects a more normalised operating rhythm; and
- Higher H2 revenue the key driver to improved H2 Underlying EBITDA.

Expenses – increased 22%

Increase driven largely by higher headcount, cost of sales and non-recurring expense items.

Underlying EBITDA – up 18%

The increase in amortisation unfavourably impacted NPAT and EPS by 15%

FY24 vs FY23

Financial Highlights	FY23	FY24			YoY Change
		H1	H2	Total	
Underlying					
Revenue - Wealth	$15.2M	$8.5M	$10.3M	$18.8M	24% ↑
Revenue - Business	$18.3M	$9.7M	$12.1M	$21.8M	19% ↑
Revenue (Contracts with Customers)	**$33.5M**	**$18.2M**	**$22.4M**	**$40.6M**	**21%** ↑
Expenses - Total	($25.1M)	($14.5M)	($16.1M)	($30.6M)	(22%) ↓
EBITDA*	$8.6M	$3.8M	$6.4M	$10.2M	18% ↑
EBITDA Margin	26%	21%	28%	25%	(1%) ↓
Reported					
EBITDA	$8.4M	$1.7M	$5.9M	$7.6M	(9%) ↓
NPAT	$4.4M	$0.0M	$2.9M	$2.9M	(35%) ↓
Diluted EPS - cents per share (cps)	2.21	(0.02)	1.39	1.37	(38%) ↓

EBITDA is defined as earnings before interest, tax, depreciation and amortisation
Note: Rounding is to nearest AUD $M and as such subject to rounding differences when calculating variances and totals

Revenue Growth & Service Lines

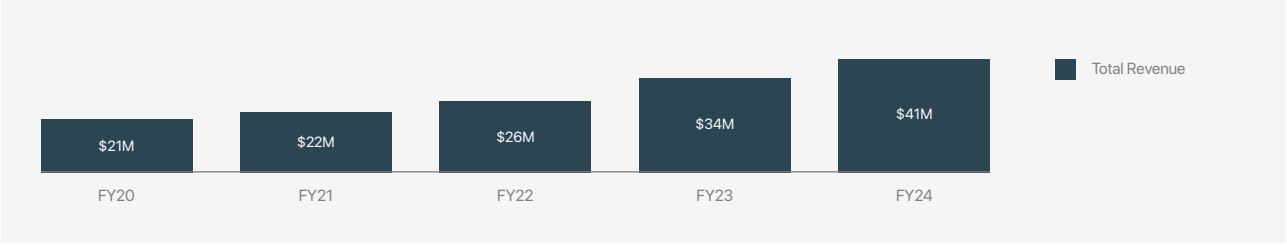
70%+ of total revenue is generated from existing clients on a recurring basis

On target to achieve $50M in revenue by FY25

Revenue growth has accelerated over the past 3 years vs the prior periods

Analysis of Revenue Growth by Year

Revenue growth +21%, $41M (FY24) vs $34M (FY23).



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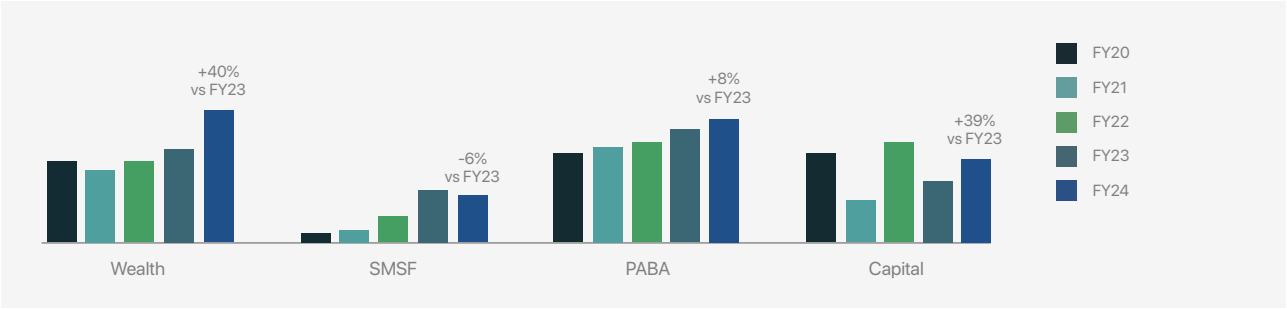
Revenue Growth By Service Lines

Revenue (Contracts with Customers) +21% including acquisitions (vs FY23)

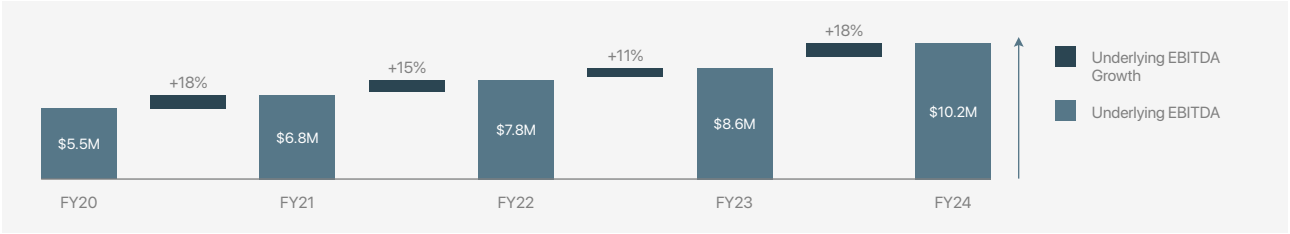


Analysis of Revenue (Contracts with Customers) - FY24 vs FY23

Revenue	FY24 Weighting	FY24	FY23	Variance (%)
Business Segment - Accounting, Business Advisory & Capital	46%	$18.8M	$15.2M	+24%
Wealth Segment - Wealth Management (inc Asset Management) & SMSF	54%	$21.8M	$18.3M	+19%
Total Revenue from contracts with customers	**100%**	**$40.6M**	**$33.5M**	**+21%**

Underlying EBITDA FY20 – FY24

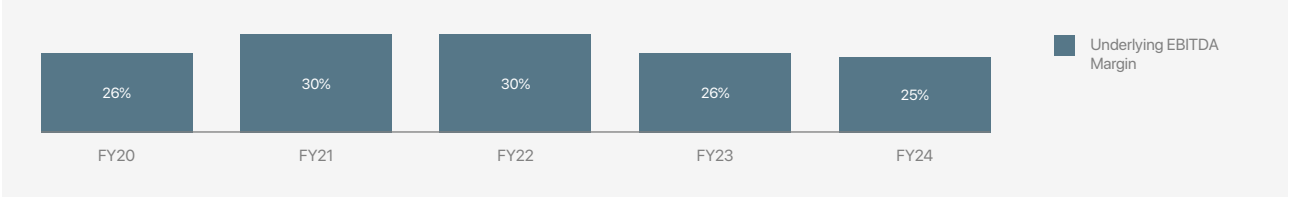
Underlying EBITDA (members/shareholders) +18%, $10.2M (FY24) vs $8.6M (FY23).



Note; rounding is to nearest AUD $million and as such subject to rounding differences when calculating variances and totals

Analysis of EBITDA Margin by Year

EBITDA Margin reduced to 25% (FY24) vs 26% (FY23).

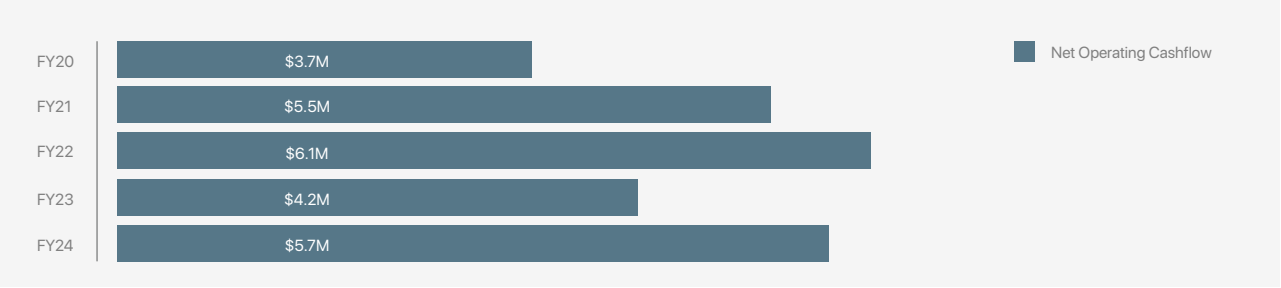


Note; rounding is to nearest AUD $million and as such subject to rounding differences when calculating variances and totals

Key Financial Information - continued

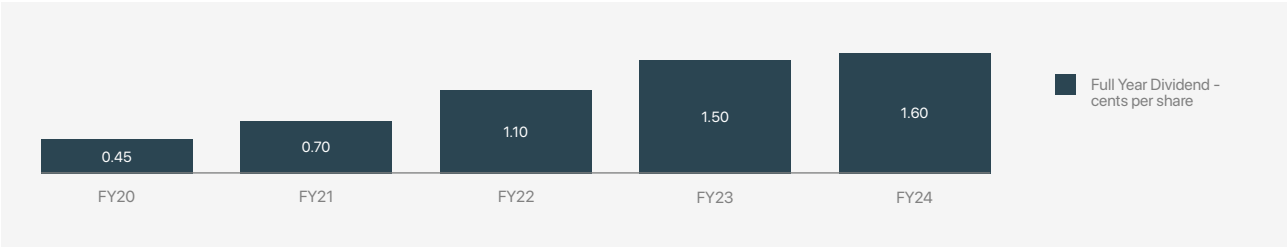
Net Operating Cashflow FY20 - FY24

Net Operating Cashflow of $5.7M, up 36% on FY23.



Dividends

7% increase in Full Year dividend to 1.60cps (FY24) up from 1.50cps (FY23).



Record Date: 3 September 2024
Payment Date: 26 September 2024

Outlook: Expect To Generate 15-20% Revenue Growth In FY25

01.

Strong Organic Growth

- Organic growth to be driven across core services plus scaling up recent service offerings; and
- Cross-sell strategy to drive further organic growth.

02.

Delivering Accretive Acquisitions

- Continued integration of Altor and EPM acquisitions; and
- Continuing to explore EPS accretive acquisitions – NBIO signed in the Wealth Segment.

03.

Scale Efficiencies to Drive Earnings

Investment in team, IT and infrastructure to drive efficiencies.

04.

Driving Growth in Revenue, Earnings & Dividends

- Prime philosophy is to generate 15-20% revenue growth each year; and
- Further guidance to be provided at the 2024 AGM.

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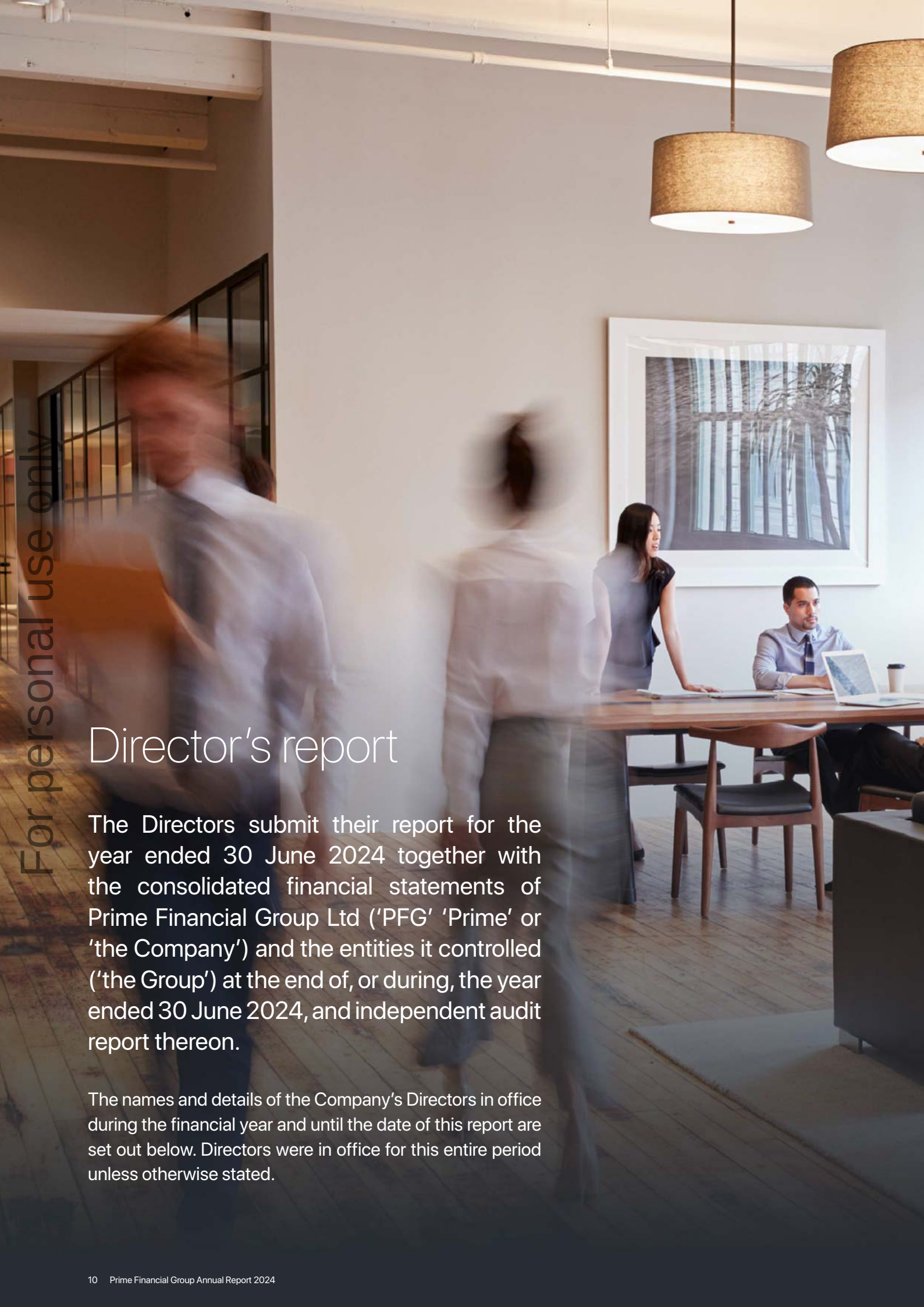

Director's report

The Directors submit their report for the year ended 30 June 2024 together with the consolidated financial statements of Prime Financial Group Ltd ('PFG' 'Prime' or 'the Company') and the entities it controlled ('the Group') at the end of, or during, the year ended 30 June 2024, and independent audit report thereon.

The names and details of the Company's Directors in office during the financial year and until the date of this report are set out below. Directors were in office for this entire period unless otherwise stated.

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Prime Directors

Simon Madder

Chief Executive Officer, Managing Director & Chairman

- Co-founder, Managing Director & CEO of Prime Financial Group Ltd (Prime) since 1998
- 25+ years' experience in Wealth Management & Accounting Services across Operations, Strategy & Acquisitions

Tim Bennett

Executive Director (effective 3 July 2020) & Managing Director Business Segment (incorporating Accounting & Business Advisory and Capital & Corporate Advisory)

- Established the Capital & Corporate Advisory division. Prior to joining Prime, Tim was a partner at a 'Big 4 Firm' leading a Mergers & Acquisitions group
- Chartered Accountant with 15+ years' specialist M&A experience having advised on a range of transactions, across all industry sectors

Matt Murphy

Executive Director (effective 3 July 2020)

- Joined Prime in 2016 as Managing Director – Accounting & Business Advisory after merging his Accounting Firm with Prime
- Experienced Leader, Accountant and Business Adviser with 20+ years' experience across Business, Accounting and Taxation Advisory services and a focus on integrated advice

Andrea Slingsby

Independent Non-Executive Director (effective 5 July 2024)

- Prior to joining Prime Andrea was the Chief Operating Officer at jewellery group Michael Hill International Limited (ASX:MHJ) and has held Executive positions at Flight Centre Travel Group Limited (ASX:FLT)
- Experienced C-Suite Executive, Advisor and Board Member, with more than 20 years' expertise across Governance, Strategic and Operational Transformation and International Growth

Interests in the shares and options of the Company and related bodies corporate

	Ordinary Shares	Options over Shares
Mr S Madder	32,979,277	-
Mr M Murphy	14,878,571	-
Mr T Bennett	3,841,992	-

Dividends

The Board has resolved to declare a fully franked final dividend of 0.85 cents per ordinary share, bringing the total dividends declared in respect of the 12 months to 30 June 2024 to 1.60 cents per ordinary share. This compares to total dividends declared in respect of the prior twelve-month period of 1.50 cents per ordinary share. Future dividend payout ratios are targeted at 50-70% of the reported and maintainable earnings.

Principal Activities

The principal activities of the Group entity during the financial year were broken up into two segments, being 'Business Segment' and 'Wealth Segment', as follows:

Business Segment	
Prime Accounting & Business Advisory (PABA)	Accounting & Tax Compliance, Business Growth Advisory & Strategy, Outsourced CFO & Accounting Services plus Grants and R&D Incentives
Capital & Corporate Advisory	Equity & Debt Capital Advisory, Finance, Corporate Development, M&A, Valuations, Consulting and Remuneration Strategies and Employee Share Plan
Wealth Segment	
Wealth Management	Over $1.2 billion in Funds Under Management Strategic Financial Advice, Superannuation, Life Insurance, Investment Planning and Funds Management for High Net Worth and Wholesale Investors, with a diverse investment offering including access to Property-Backed Debt, Equity and Alternative Investments including Private Credit and Equity
SMSF	Advice, Establishment, Administration & Compliance Services

How We Do It

Building scale organically, and via acquisition to add capabilities and clients

Complete solutions for Business & Wealth.

Business Segment

Wealth Segment

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Our goal is to double revenue from $26M in FY22 to $50M in FY25 before doubling revenue again to $100M within 3-5 years.

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Strategy for Growth

Organic Growth

- Organic growth in existing service lines and new services;
- Recruiting people with an existing revenue and client base;
- Cross-delivery of additional services to existing clients;
- Stable and growing recurring revenue across Advice, Accounting, Wealth & Asset Management; and
- Revenue diversification through emerging strategies and solutions.

Inorganic Growth

- Intello (SMSF) acquired Oct 2022 – added new capability and scaled the client base for services and product;
- Altor (Wealth), an Asset Manager acquired in Feb 2024 – added new capabilities in alternative assets and business growth funding solutions, plus grew the client base;
- EPM (Business) acquisition in Jun 2024 – added new employee ownership and administration services and client base; and
- Will continue to pursue EPS-accretive acquisitions that add new capabilities, scale and client base. Note: PFG currently has an NBIO signed for a business operating in the Wealth segment.

Our Commitment to Ownership

- Currently 45% of our company is owned by the staff and associates;
- We encourage our staff to have an 'ownership' mentality and to work collaboratively, enabling them to help co-create the firm of the future;
- We do this through our equity/business ownership plan (Long Term Incentive (LTI)/Performance Rights) that connects all team members through the same shared growth orientated financial goals as OneConnected team; and
- This philosophy is maintained in our acquisition strategy where a typical acquisition consideration structure is 50/50 cash and shares in PFG with part of the share consideration earned based on performance over time. This structure continues the 'ownership' mentality and vested interest in the future success of PFG as an owner.

Reported & Underlying Earnings

In this report, certain non-IFRS information, such as EBITDA (Earnings before interest, tax, depreciation and amortisation) is used.

Underlying EBITDA for members/shareholders is the key measure used by management and the Board to assess and review business performance. Underlying EBITDA for members/shareholders is adjusted to exclude the following items:

- Non-recurring expenses including Acquisitions, Investments in New Service Offerings, Restructuring & Repositioning
- Fair value movements/adjustments

Underlying EBITDA for members/shareholders (Prime's key profitability measure) has increased from $8.6M (FY23) to $10.2M (FY24) +18%.

	Year Ended 30 June 2024 $	Year Ended 30 June 2023 $
Reported net profit after tax operations (Group)	3,418,673	4,982,892
Add: Tax expense	1,450,439	1,694,485
Add: Interest expense/(income)	1,212,730	705,557
EBIT (Group) *	6,081,842	7,382,934
Add: Depreciation	152,805	71,401
Add: Amortisation	2,120,995	1,695,500
**Reported EBITDA (Group) ** **	**8,355,642**	**9,149,835**
Adjustments		
Non-recurring expenses including Acquisitions, Investments in New Service Offerings, Restructuring & Repositioning	2,387,667	854,471
Fair value movements/adjustments on financial assets/contingent consideration	178,726	(620,577)
Underlying EBITDA (Group) **	**10,922,035**	**9,383,729**
Underlying EBITDA (members/shareholders)	**10,165,374**	**8,618,460**
Reported EBITDA (members/shareholders)	**7,598,981**	**8,384,566**

*EBIT is defined as earnings before interest and tax
**EBITDA is defined as earnings before interest, tax, depreciation and amortisation

Review of Financial Condition

In FY24, the Group generated net cash outflow of $0.54 million consisting of cash inflows from operating activities of $5.74 million, offset by cash outflows from financing activities of $3.29 million and investing activities of $2.99 million. At 30 June 2024, the Group's net debt, calculated as borrowings less cash and cash equivalents, was $11.27M (30 June 2023: $9.47 million).

Significant Changes in The State of Affairs

Divestments and Acquisitions

In H2 FY24 Prime acquired Altor Pty Ltd (Wealth), an Asset Manager, and Equity Plan Services Pty Ltd (Business), a remuneration and employee share plan manager.

Significant Events After The Balance Date

On 22 August 2024, the Directors of Prime Financial Group Ltd declared a final dividend on ordinary shares in respect of the FY24 financial year. The total amount of the dividend is $2,038,005 which represents a fully franked dividend of 0.85 cents per share. The dividend has not been provided for in the 30 June 2024 financial statements.

Ms Andrea Slingsby was appointed as an Independent Non-Executive Director, effective 5 July 2024.

In July 2024 the Group successfully finalised a capital raise of $3,002,628. As part of this process, $976,191 prepayment of funds was received and posted as a liability before 30 June 2024, reflecting the commitment to issue shares in the future. The remaining $2,026,437 was received on 2 July 2024. Except for the items above, there are no matters or circumstances which have arisen since the end of the financial period, that have significantly affected, or may significantly affect the operations of the Group, or the state of affairs of the Group in future periods.

Likely Developments and Expected Results Of Operations

Prime's strategy, focus and likely developments are included in the Managing Director/CEO & Chairman's Report.

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Environmental Regulations

The consolidated entity's operations are not subject to any significant environmental Commonwealth or State regulations or laws.

Indemnification and Insurance Of Directors And Officers

As outlined in the company's constitution, to the extent permitted by law, the Company indemnifies every person who is or has been an officer of the Company against any liability incurred by that person, as such an officer of the Company, and to a person other than the Company or a related body corporate of the Company, unless the liability arises out of conduct on the part of the officer which involves a lack of good faith, or is contrary to the Company's express instructions. The Company indemnifies every person who is or has been an officer of the Company against any liability for costs and expenses incurred by the person in his or her capacity as an officer of the Company, in defending any proceedings, whether civil or criminal, in which judgement is given in favour of the person, or in which the person is acquitted, or in connection with an application, in relation to such proceedings, in which the Court grants relief to the person under the Corporations Law. Insurance premiums were paid during the financial year, for all Directors and Officers of the consolidated entity. To the extent permitted by law, the group has agreed to indemnify our auditors, Ernst & Young, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount). No payment has been made to indemnify Ernst & Young during or since the financial year.

Proceedings Of Behalf Of The Consolidated Entity

No person has applied for leave of Court to bring proceedings on behalf of the consolidated entity.

Corporate Governance Statement

A full copy of Prime's Corporate Governance Statement can be found on Prime's website (https://www.primefinancial.com.au/corporate-governance).

Share Options

Unissued shares

At the date of this report there were unissued shares under options. Please refer to the Remuneration Report for further details of the options outstanding for Key Management Personnel (KMP).

Shares Issued As A Result Of The Exercise Of Options

During the financial year, no options were exercised to acquire any shares in PFG.

Director Meetings

The number of meetings of the Board of Directors and of each Board Committee held during the financial year and the number of meetings attended by each Director were:

	Board of Directors		Audit Committee	
	Eligible to attend	Attended	Eligible to attend	Attended
Mr S Madder	8	8	2	2
Mr T Bennett	8	7	2	2
Mr M Murphy	8	8	2	2

	Remuneration Committee		Nominations Committee	
	Eligible to attend	Attended	Eligible to attend	Attended
Mr S Madder	1	1	1	1
Mr T Bennett	1	1	1	1
Mr M Murphy	1	1	1	1

Diversity Policy

The measurable objectives established for achieving gender diversity is to increase the number of females in the whole organisation and at senior management positions to 50%. The proportion of female employees in the whole organisation at present is 52% (30 June 2023: 55%), the proportion of females in senior management positions at present is 50% (30 June 2023: 50%). Given the recent strong growth and to support plans for future growth, the senior management team has been reviewed and focusses on Managing Directors and divisional heads. A full copy of Prime's Diversity Policy can be found on Prime's website (https://www.primefinancial.com.au/corporate-governance).

Auditor Independence

A copy of the auditor's independence declaration under section 307C of the Corporations Act 2001 in relation to the audit of the financial year is provided with this report.

Non-Audit Services

In FY24, Ernst & Young did not provide any non-audit services to Prime.

Consolidated Entity Disclosure Statement

Entity Name	Entity Type	Body Corporate Country of Incorporation	Body Corporate % of Share Capital Held	Country of Tax Residency
Prime Financial Group Ltd	Body Corporate	Australia		Australia
AC AFSL Pty Ltd	Body Corporate	Australia	100	Australia
ACM AEPF Pty Ltd	Body Corporate	Australia	100	Australia
ACN 097 206 874 Pty Ltd	Body Corporate	Australia	100	Australia
Altezza Partners Pty Ltd	Body Corporate	Australia	100	Australia
Altezza Wealth Management Pty Ltd	Body Corporate	Australia	100	Australia
Altor Advisory Partner Pty Ltd	Body Corporate	Australia	100	Australia
Altor Capital Pty Ltd	Body Corporate	Australia	100	Australia
Altor Credit Partners Pty Ltd	Body Corporate	Australia	100	Australia
Altor Private Equity Pty Ltd	Body Corporate	Australia	100	Australia
Altor PIPE Management Pty Ltd	Body Corporate	Australia	100	Australia
ASIF Management Pty Ltd	Body Corporate	Australia	100	Australia
Aus-Prime Management and Consulting Private Limited	Body Corporate	India	99.99	India
Beksan Pty Ltd	Body Corporate	Australia	100	Australia
Bishop Collins Wealth Management Pty Ltd	Body Corporate	Australia	50	Australia
CP Financial Planners Pty Ltd	Body Corporate	Australia	50	Australia
Crispin & Jeffery Financial Services Pty Ltd	Body Corporate	Australia	50	Australia
David Hicks and Co Financial Services Pty Ltd	Body Corporate	Australia	50	Australia
DM Financial Planners Pty Ltd	Body Corporate	Australia	80	Australia
Equity Plan Management Pty Ltd	Body Corporate	Australia	100	Australia
Equity Plan Services Pty Ltd	Body Corporate	Australia	100	Australia
ExpertSuper Pty Ltd	Body Corporate	Australia	100	Australia
Green Taylor Financial Services Pty Ltd	Body Corporate	Australia	50	Australia
Intello Pty Ltd	Body Corporate	Australia	100	Australia
Madder & Co Financial Services Pty Ltd	Body Corporate	Australia	50	Australia
MPR Accountants & Advisors Pty Ltd	Body Corporate	Australia	100	Australia
MVA Bennett Financial Services Pty Ltd	Body Corporate	Australia	50	Australia
NP Wealth Management Pty Ltd	Body Corporate	Australia	100	Australia
ORD Financial Services Pty Ltd	Body Corporate	Australia	100	Australia
Pacifica Financial Services Pty Ltd	Body Corporate	Australia	80	Australia
PFG (NTH QLD) Pty Ltd	Body Corporate	Australia	80	Australia
PFG Employee Share Plan Trust	Trust	Australia	-	Australia
Prime Accounting & Business Advisory Pty Ltd	Body Corporate	Australia	100	Australia
Prime Accounting & Wealth Management Pty Ltd	Body Corporate	Australia	100	Australia
Primestock Capital Pty Ltd (Formerly CMB Advisory Pty Ltd)	Body Corporate	Australia	100	Australia
Prime Corporate Advisory Pty Ltd	Body Corporate	Australia	100	Australia
Prime Development Fund Pty Ltd	Body Corporate	Australia	100	Australia
Prime ESG Advisory Pty Ltd	Body Corporate	Australia	100	Australia
Prime Finance Specialists Pty Ltd	Body Corporate	Australia	100	Australia
Prime Innovation Pty Ltd	Body Corporate	Australia	100	Australia
Prime International Leaders Pty Ltd	Body Corporate	Australia	100	Australia
Prime Management Services Pty Ltd	Body Corporate	Australia	100	Australia
Prime Property & Capital Pty Ltd	Body Corporate	Australia	100	Australia
Prime Venture & Capital Pty Ltd	Body Corporate	Australia	100	Australia
Primestock Financial Planning Pty Ltd	Body Corporate	Australia	100	Australia
Primestock Superannuation Services Pty Ltd	Body Corporate	Australia	100	Australia
Primestock Wealth Management Pty Ltd	Body Corporate	Australia	100	Australia

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Consolidated Entity Disclosure Statement - continued

Entity Name	Entity Type	Body Corporate Country of Incorporation	Body Corporate % of Share Capital Held	Country of Tax Residency
Primestock Securities Ltd	Body Corporate	Australia	100	Australia
RJS Financial Solutions Pty Ltd	Body Corporate	Australia	50	Australia
RMM Financial Services Pty Ltd	Body Corporate	Australia	50	Australia
Rundles Financial Planning Pty Ltd	Body Corporate	Australia	40	Australia
Signum Business Advisors Financial Services Pty Ltd	Body Corporate	Australia	50	Australia
Tricor Financial Services Pty Ltd (Formerly Kreston Dormers Financial Services Pty Ltd)	Body Corporate	Australia	40	Australia

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Remuneration Report

The Directors of Prime present the Remuneration Report for the Company and its controlled entities for the year ended 30 June 2024 (FY24).

This Report forms part of the Directors' Report and has been audited in accordance with section 300A of the Corporations Act 2001. The Report details the remuneration arrangements for the Group's Key Management Personnel (KMP):

- Non-Executive Directors (NEDs); and
- Executive Directors and senior executives (collectively the Senior Executives).

KMP are those persons who, directly or indirectly, have authority and responsibility for planning, directing and controlling the major activities of the Company and Group. The KMP during FY24 were as follows:

- Simon Madder, Managing Director, CEO & Chairman;
- Matt Murphy, Executive Director;
- Tim Bennett, Executive Director.

The Board and the Remuneration Committee assess the appropriateness of the nature and amount of emoluments of such officers on a periodic basis by reference to relevant employment market conditions, with the overall objective of ensuring maximum stakeholder benefit from the retention of a high-quality Board and executive team.

The Board policy for determining the nature and amount of remuneration of Non-Executive Directors is agreed by the Board of Directors as a whole. Remuneration for executives is determined by the Board's Remuneration Committee.

The Board and its Remuneration Committee has the right to obtain professional advice.

The Group securities trading policy applies to all NEDs and executives. The policy prohibits employees from dealing in Prime securities while in possession of material non-public information relevant to the Group.

Principles of compensation

The Company remunerates its senior executives in a manner that is market competitive and consistent with best practice as well as supporting the interests of shareholders. Consequently, under the Senior Executive Remuneration Policy, and subject to the determination of the Remuneration Committee, the remuneration of senior executives may be comprised of the following:

- Fixed salary, including superannuation, that is determined from a review of the market and reflects core performance requirements and expectations;
- A short-term incentive (STI) designed to reward achievement by individuals of performance objectives.

A long-term incentive (LTI) based on ongoing Group performance by remunerating senior executives through short and long-term incentive plans in addition to their fixed remuneration the Company's objective is to align the interests of senior executives with those of shareholders and increase performance of the Company. KMP performance is assessed annually against each Balanced Scorecard by the Remuneration Committee. The philosophy of deploying this remuneration structure and strategy is to provide a clear intention to improve the Company's fiscal performance and thereby increase underlying shareholder value.

Fixed Remuneration

Fixed remuneration consists of base salary, superannuation and other non-monetary benefits and is designed to reward for:

- The scope of the executive's role;
- The executive's skills, experience and qualifications; and
- Individual performance.

It is set with reference to comparable roles in similar companies.

Short-Term Incentive

Senior executives who are remunerated under the Executive Remuneration Policy are eligible for a short-term incentive (paid in cash the following financial year subject to employment). In determining whether or not executives are eligible for a STI, the Remuneration Committee review the achievement of both Financial and Non-Financial Key Performance Indicators (KPIs) for the financial year.

The achievement of some or all of the KPIs will allow the Remuneration Committee to determine the level of STI that is paid. Specific KPIs that are applied to management by the Remuneration Committee to measure performance are set out below:

Financial

- Underlying EBITDA (members/shareholders);
- Revenue;
- Dividends;
- Productivity; and
- Working Capital efficiency.

Non-Financial

- Execution of Business Strategy;
- Compliance and Risk Management;
- Referrals to other divisions & integration (OneConnected strategy);
- Client service and feedback;
- Team engagement;
- Personal development; and
- Other items identified of importance from time to time.

KPIs are reviewed annually by the Remuneration Committee. The

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condition is for team members to be employed on the vesting date. The performance rights issued in FY24 will vest on 30 November 2025.

The Financial KPIs are a direct measure of the Company's performance. The Non-Financial KPIs are related directly to business drivers that generate financial performance. Through the achievement of these KPIs the Company aligns its interests with shareholders through an increase in value of the organisation. The aim is to align our senior executive's remuneration to Prime's strategic and business objectives and the creation of shareholder wealth. The table on the "Overview of the Group's financial performance" section in the following pages shows measures of the Group's financial performance over the last five years as required by the Corporations Act 2001. However, these are not necessarily consistent with the measures used in determining the variable amounts of remuneration to be awarded to senior executives.

Long-Term Incentive

Prime's team is our biggest asset, and we want to continue to develop incentive structures, a culture and balance to achieve sustainably higher business and personal growth with a business owner mentality at the core, a true partnership between team and shareholders that encourages development and alignment. For this reason, having a well articulated and differentiated LTI program to connect and grow the firm is essential.

In the Extraordinary General Meeting on 14 July 2017, shareholders approved a Performance Rights Plan (PRP) and the issue of performance rights under that plan, including the issue of shares upon vesting of those performance rights. This LTI structure has been in place since FY21 and applies to Prime Team members that have been with Prime for at least twelve months. Upon the firm achieving the required performance criteria, the LTI program provides eligible team members the right to acquire, at nil price, an allocation of performance rights. The Board implemented a level of minimum acceptable growth in Underlying EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortisation) and Share Price Increase (SPI) as these performance criteria.

The Performance and Vesting conditions include the following;

- Cumulative 8% compound growth in underlying EBITDA (members/shareholders) over a two or three year period;
- Cumulative 20% compound growth in Prime's share price over a two or three year period; and
- Being a continuing employee or contractor of Prime at the time of vesting.

Each year the Prime Remuneration Committee will nominate a percentage of staff members remuneration available as an LTI. The allocation will then be determined based on a manager's assessment of the staff members' performance against the nominated Key Performance Indicators (KPIs) in their Balanced Scorecard. This is completed as part of their Annual Performance Review. The number of performance rights to be issued if the performance and vesting conditions are met is established at grant date.

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Overview of the Group's financial performance over the last five years

In considering the Group's performance and benefits for shareholder wealth, the Remuneration Committee have regard to Underlying EBITDA for members/shareholders and profit attributable to owners of the company, dividends paid and change in share price. Underlying EBITDA for members/shareholders is considered one of the main and key financial performance targets in setting short-term and long-term incentives. The table below sets out information about earnings and movements in shareholder wealth for the past five years up to and including the current financial year.

	2024	2023	2022	2021	2020
Underlying EBITDA to members/ shareholders of the parent entity ($,000's)	10,165	8,619	7,770	6,778	5,533
Reported Profit/(loss) after tax attributable to members/shareholders of the parent entity ($,000's)	2,851	4,409	3,814	3,074	2,132
Basic earnings per share (cents)	1.37	2.22	1.93	1.69	1.21
Dividend per share (cents)	1.60	1.50	1.10	0.70	0.45
Share price at the end of the financial year ($)	0.190	0.200	0.170	0.097	0.070

Overview of Non-Executive Director Remuneration

The Group's Non-Executive Director remuneration is designed to attract and retain high calibre directors who can discharge the roles and responsibilities required in terms of good governance, strong oversight, independence and objectivity.

Non-Executive Directors receive fees only and do not participate in any performance related incentive awards. Non-Executive Directors fees reflect the demands and responsibilities of the directors awards.

Non-Executive Directors are paid their fees within the maximum aggregate amount approved by shareholders for the remuneration of Non-Executive Directors. The maximum aggregate amount for the remuneration of Non-Executive Directors, which has been approved by Shareholders, is $375,000. During the 2024 and 2023 Financial Years there were no Non-Executive Directors.

The Board will not seek an increase to the aggregate Non-Executive Director fee pool limit at the 2024 Annual General Meeting (AGM).

KMP Remuneration for the years ended 30 June 2024 and 30 June 2023

The below scorecards are the basis for both the STI and LTI for all awards.

Mr S Madder's Balanced Scorecard is weighted 80% financial and 20% non-financial.

Financial KPI's

Metric	Commentary	Result
Underlying EBITDA (members/shareholders)	Increase in Underlying EBITDA (members/shareholders)	Outperform
Underlying EBITDA (members/shareholders)	Cumulative 8% compound growth in underlying EBITDA (members/shareholders) over a three year period	Outperform
Share Price	Cumulative 20% compound growth in Prime's share price over a three year period	Outperform
Revenue	Revenue Growth - Consecutive years of growth	Outperform
Dividend	Dividend Growth	Outperform

Non-Financial KPI's

Metric	Commentary	Result
Business Strategy	Execution of Business Strategy including 'OneConnected' approach	Outperform
Team Engagement	Team engagement, retention and leadership	Outperform
Compliance & Risk Management	Adoption and improvement of system, structure and no material client complaints	In-line
Client Service	High client retention and additional services for existing clients	In-line

Mr M Murphy's Balanced Scorecard is weighted 50% financial and 50% non-financial.

Financial KPI's

Metric	Commentary	Result
Underlying EBITDA - Prime (members/shareholders)	Cumulative 8% compound growth in underlying EBITDA (members/shareholders) over a three year period	Outperform
Share Price	Cumulative 20% compound growth in Prime's share price over a three year period	Outperform
Revenue	Revenue Growth	Outperform

Non-Financial KPI's

Metric	Commentary	Result
Strategy	Execution of business strategy, including new clients, cross delivery of services structure and business continuity	In-line
Compliance & Risk Management	Introduction of enhanced systems and technology and no material client complaints	In-line
Client Service	High client retention, additional services for clients	In-line

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Mr T Bennett's Balanced Scorecard is weighted 80% financial and 20% non-financial.

Financial KPI's

Metric	Commentary	Result
Underlying EBITDA - Business Segment	Increase in Underlying EBITDA	In-line
Underlying EBITDA - Prime (members/shareholders)	Cumulative 8% compound growth in underlying EBITDA (members/shareholders) over a three year period	Outperform
Share Price	Cumulative 20% compound growth in Prime's share price over a three year period	Outperform
Revenue	Revenue Growth - Consecutive years of growth (Since commencement of the division)	Outperform

Non-Financial KPI's

Metric	Commentary	Result
Divisional Strategy	Execution of divisional business strategy growth, new team members and business continuity	Outperform
Team Engagement	Team growth, retention, management and development	Outperform
Compliance & Risk Management	Further development of systems, structure and processes as division scales	In-line
Client Service	New client engagements and high level of client satisfaction and testimonials	In-line

KMP Remuneration FY24

	Short-Term			Post-employment		Long-Term	Share Based Payments			
	Salary/ Fees	Cash bonus	Non-Monetary	Super	Retirement benefits	Annual Leave/ Long Service leave	Short-Term Incentive (STI)	Long-Term Incentive (LTI)	Total	Total Performance Related
Executive Directors	$	$	$	$	$	$	$	$	$	%
Mr S Madder	471,296	249,398	-	27,500	-	-	-	372,395	1,120,589	55%
Mr T Bennett	420,000	180,000	-	-	-	-	-	113,488	713,488	41%
Mr M Murphy	118,059	-	-	12,987	-	1,370	-	-	132,416	-
Total	**1,009,355**	**429,398**	**-**	**40,487**	**-**	**1,370**	**-**	**485,883**	**1,966,493**	**47%**

*M Murphy was not paid a bonus in FY24 due to the discretion exercised by the remuneration committee.

KMP Remuneration FY23

	Short-Term			Post-employment		Long-Term	Share Based Payments			
	Salary/ Fees	Cash bonus	Non-Monetary	Super	Retirement benefits	Annual Leave/ Long Service leave	Short-Term Incentive (STI)	Long-Term Incentive (LTI)	Total	Total Performance Related
Executive Directors	$	$	$	$	$	$	$	$	$	%
Mr S Madder	471,296	200,000	-	27,500	-	12,349	-	328,161	1,039,306	51%
Mr T Bennett	360,000	120,000	-	-	-	-	-	221,186	701,186	49%
Mr M Murphy	243,181	72,000	-	20,942	-	22,329	-	49,306	407,758	30%
Total	**1,074,477**	**392,000**	**-**	**48,442**	**-**	**34,678**	**-**	**598,653**	**2,148,250**	**46%**

	FY22 Long Term Incentives	FY22 Long Term Incentives	FY23 Long Term Incentives	FY23 Long Term Incentives	FY24 Long Term Incentives	FY24 Long Term Incentives
	Tranche 1 Share Price Hurdle	Tranche 2 EBITDA Hurdle	Tranche 1 Share Price Hurdle	Tranche 2 EBITDA Hurdle	Tranche 1 Share Price Hurdle	Tranche 2 EBITDA Hurdle
Grant Date	26 Nov 21	26 Nov 21	25 Nov 22	25 Nov 22	30 Nov 23	30 Nov 23
Fair Value at Grant Date (Cents)	11.7	14.7	16.8	21.3	7.7	19.8
Exercise Price (Cents)	-	-	-	-	-	-
Vesting Date	26 Nov 23	26 Nov 23	25 Nov 24	25 Nov 24	30 Nov 25	30 Nov 25
Number of Performance Rights Granted	3,441,607	3,441,607	1,962,361	1,962,361	1,255,549	1,255,549
Number of Performance Rights Vested during the year	3,441,607	3,441,607	-	-	-	-
Weighting	50%	50%	50%	50%	50%	50%

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KMP Options awarded, vested and lapsed during the year

Mr M Murphy and Mr T Bennett were awarded Short-Term Incentives in the form of equity-settled share-based payment transactions under the performance rights plan, vesting on 29 October 2021. These short-term incentives were exercised during the FY24.

All three directors were also awarded Long-Term Incentives in the form of equity-settled share-based payment transactions under the performance rights plan. Two tranches of Long-Term Incentives vested and exercised on 29 October 2023 and 26 November 2023 for all three directors. Mr S Madder and Mr T Bennett have Long-Term Incentives vesting on 25 November 2024 and 30 November 2025. The Remuneration Committee has exercised discretion in not awarding M Murphy any Long-Term Incentives in both FY23 and FY24. These are all shown on the KMP table on the previous pages.

FY24 Performance Rights holdings of KMP

							Total Performance Rights at year end	
Director	**Performance Rights held at 30 June 2023**	**Granted**	**Exercised**	**Lapsed**	**Vested**	**Performance Rights held at 30 June 2024**	**Vested/ exercisable**	**Not vested/ Not exercisable**
Mr S Madder	6,265,587	1,458,467	-	-	3,101,964	7,724,054	3,101,964	4,622,090
Mr T Bennett	3,761,099	1,052,631	-	-	3,000,000	4,813,730	3,000,000	1,813,730
Mr M Murphy	781,250	-	-	-	781,250	781,250	781,250	-
Total	**10,807,936**	**2,511,098**	**-**	**-**	**6,883,214**	**13,319,034**	**6,883,214**	**6,435,820**

FY23 Performance Rights holdings of KMP

							Total Performance Rights at year end	
Director	**Performance Rights held at 30 June 2022**	**Granted**	**Exercised**	**Lapsed**	**Vested**	**Performance Rights held at 30 June 2023**	**Vested/ exercisable**	**Not vested/ Not exercisable**
Mr S Madder	3,101,964	3,163,623	-	-	-	6,265,587	-	6,265,587
Mr T Bennett	3,000,000	761,099	-	-	703,125	3,761,099	703,125	3,057,974
Mr M Murphy	781,250	-	-	-	468,750	781,250	468,750	312,500
Total	**6,883,214**	**3,924,722**	**-**	**-**	**1,171,875**	**10,807,936**	**1,171,875**	**9,636,061**

Shareholdings of KMP

FY24

Executive Directors	**Balance 1 July 2022**	**Received as remuneration**	**Options exercised**	**Net change other**	**Balance 30 June 2023**
Mr S Madder	29,107,008*	-	3,101,964	769,305	32,978,277
Mr T Bennett	-	-	3,703,125	138,867	3,841,992
Mr M Murphy	13,628,571**	-	1,250,000	-	14,878,571
Total	**42,735,579**	**-**	**8,055,089**	**908,172**	**51,698,840**

FY23

Executive Directors	**Balance 1 July 2021**	**Received as remuneration**	**Options exercised**	**Net change other**	**Balance 30 June 2022**
Mr S Madder	29,107,008*	-	-	-	29,107,008
Mr T Bennett	-	-	-	-	-
Mr M Murphy	13,628,571**	-	-	-	13,628,571
Total	**42,735,579**	**-**	**-**	**-**	**42,735,579**

* Shares issued to Mr S Madder includes shares legally issued to him under the loan share scheme

** Mr M Murphy acquired these shares in August 2016

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Loans to KMP and their Related Parties

The Group, through the Prime Financial Group Ltd Employee Share Plan (PFG ESP), has provided Mr P Madder (through a nominee Madder Corporate Pty Ltd) full recourse loans to purchase 6,224,156 Shares (30 June 2023: 6,224,156 Shares) in Prime Financial Group Ltd.

Mr P Madder is a Director of the subsidiary companies and AFS license holding entities of the Group but is not part of Key Management Personnel.

	Balance of loan at the beginning of the period	Amounts advanced during period	Interest accrued on loan	Loan repayments	Loan modification expense	Balance of loans at the end of the period
Year ended 30 June 2023	1,133,252	-	71,879	(112,500)	-	1,092,631
Year ended 30 June 2024	1,092,631	-	82,727	(225,000)	-	950,358

The loan agreements among other things includes the following terms:

- full recourse loan supported by a General Securities Agreement over Madder Corporate Pty Ltd supported by a personal guarantee from Peter Madder;
- interest accruing at 0.75% p.a. above the lenders rate as advised by the Trustee from time to time; and
- all loans are repayable on 30 June 2028.

Signed in accordance with a resolution of the Directors:

Simon Madder
Managing Director/CEO & Chairman
Melbourne, 22 August 2024

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Auditor's Independence Declaration

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Building a better working world

Auditor's Independence Declaration to the Directors of Prime Financial Group Limited

As lead auditor for the audit of Prime Financial Group Limited for the financial year ended 30 June 2024, I declare to the best of my knowledge and belief, there have been:

a) No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit;

b) No contraventions of any applicable code of professional conduct in relation to the audit; and

c) No non-audit services provided that contravene any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Prime Financial Group Limited and the entities it controlled during the financial year.

Ernst & Young

John MacDonald
Partner
22 August 2024

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Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the year ended 30 June 2024

	Notes	Year ended 30 June 2024 $	Year ended 30 June 2023 $
Revenue			
Wealth Segment		18,811,943	15,220,717
Business Segment		21,750,749	18,313,528
Total Revenue from contracts with customers		**40,562,692**	**33,534,245**
Interest Income		95,377	94,736
Service Income		116,204	114,266
Total Revenue		**40,774,273**	**33,743,247**
Expenses			
Non-share based payments employee benefits	6	(22,233,249)	(17,556,562)
Share based payment benefit/(expense)	24	(1,181,993)	(1,128,103)
Depreciation	6	(152,805)	(71,401)
Amortisation	6	(2,120,995)	(1,695,500)
Finance costs		(1,308,107)	(789,006)
Fair value movement on contingent consideration		(101,430)	474,797
IT and communication expenses		(2,492,040)	(2,163,444)
Insurance		(507,215)	(484,900)
Occupancy	6	(60,017)	(89,751)
Professional fees		(681,810)	(620,029)
Other expenses		(4,611,110)	(2,840,361)
Total operating expenses		**(35,450,771)**	**(26,964,260)**
Fair value movement on financial assets	15	(77,296)	145,781
Credit Loss Expense	9	(377,094)	(247,391)
Profit before tax from continuing operations		**4,869,112**	**6,677,377**
Attributable to:			
- Members/shareholders of the parent entity		4,112,451	5,912,108
- Non-controlling interests		756,661	765,269
Income tax expense	7	(1,450,439)	(1,694,485)
Profit after tax from continuing operations		**3,418,673**	**4,982,892**
Attributable to:			
- Members/shareholders of the parent entity		2,851,177	4,408,941
- Non-controlling interests		567,496	573,951
Total comprehensive income		**3,418,673**	**4,982,892**

Earnings per share attributable to ordinary members/shareholders of the parent			
Basic earnings/(loss) per share (cents)	26	1.37	2.22
Diluted earnings/(loss) per share (cents)	26	1.37	2.21

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Consolidated Statement of Financial Position

For the year ended 30 June 2024

	Notes	Year ended 30 June 2024 $	Year ended 30 June 2023 $
Cash and cash equivalents	8	507,861	1,043,303
Trade and other receivables	9	6,608,900	4,844,631
Financial assets	15	225,000	225,000
Lease receivable	14	-	184,062
Contract assets and other current assets	10	11,257,726	8,124,215
Total current assets		**18,599,487**	**14,421,211**
Non-current assets			
Property, plant and equipment	11	350,657	204,619
Right-of-use asset	13	2,859,901	306,488
Financial assets	15	1,700,457	1,920,027
Intangible assets	16	58,607,725	50,284,945
Total non-current assets		**63,518,740**	**52,716,079**
Total assets		**82,118,227**	**67,137,290**
Current liabilities			
Payables	17	4,653,137	2,504,546
Lease liabilities	18	513,583	781,492
Current tax payable	7	488,012	84,385
Employee benefits	19	1,272,511	893,174
Borrowing – bank facility	20	2,598,775	1,699,613
Balance outstanding on acquisition of investments	21	3,151,161	704,395
Total current liabilities		**12,677,179**	**6,667,605**
Non-current liabilities			
Borrowings – bank facility	20	9,180,184	8,814,060
Lease liabilities	18	2,434,349	-
Employee benefits	19	296,764	260,077
Deferred tax liabilities	7	3,411,004	2,060,995
Balance outstanding on acquisition of investments	21	1,375,533	-
Total non-current liabilities		**16,697,834**	**11,135,132**
Total liabilities		**29,375,013**	**17,802,737**
Net assets		**52,743,214**	**49,334,553**
Equity			
Contributed equity	22	71,580,935	67,624,594
Treasury shares	22	(150,907)	(150,907)
Share-based payment Reserve	22	1,238,250	1,432,763
Accumulated losses		(20,551,790)	(20,203,785)
Equity attributable to equity holders of the parent		**52,116,488**	**48,702,665**
Non-controlling interests		626,726	631,888
Total equity		**52,743,214**	**49,334,553**

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Consolidated Statement of Changes in Equity

For the year ended 30 June 2024

	Treasury Shares	Contributed equity	Share-based Payment Reserve	Retained earnings/ Accumulated Losses	Non-controlling interest	Total
	$	$	$	$	$	$
Balance at 1 July 2022	**(150,907)**	**67,621,062**	**609,443**	**(22,045,843)**	**615,225**	**46,648,980**
Total comprehensive income for the period	-	-	-	4,408,941	573,951	4,982,892
Transactions with equity holders in their capacity as equity holders						
Movement in treasury shares	-	-	-	-	-	-
Share based payments	-	-	823,320	-	-	823,320
Share capital Issued from exercise of performance rights	-	304,782	-	-	-	304,782
Share capital Issued from completion of acquisition	-	-	-	-	-	-
Share capital Issued from Dividend Reinvestment Plan	-	-	-	-	-	-
Capital raising Costs	-	-	-	-	-	-
Share capital cancelled - Buyback	-	(301,250)	-	-	-	(301,250)
Dividends paid	-	-	-	(2,581,364)	(557,288)	(3,138,652)
Transactions with non-controlling interests in their capacity as equity holders	-	-	-	14,481	-	14,481
Total transactions with equity holders in their capacity as equity holders	**-**	**3,532**	**823,320**	**(2,566,883)**	**(557,288)**	**(2,297,319)**
Balance at 30 June 2023	**(150,907)**	**67,624,594**	**1,432,763**	**(20,203,785)**	**631,888**	**49,334,553**
Balance at 1 July 2023	**(150,907)**	**67,624,594**	**1,432,763**	**(20,203,785)**	**631,888**	**49,334,553**
Total comprehensive income for the period	-	-	-	2,851,177	567,496	3,418,673
Transactions with equity holders in their capacity as equity holders						
Movement in treasury shares	-	-	-	-	-	-
Share based payments	-	-	(194,513)	-	-	(194,513)
Share capital Issued from exercise of performance rights	-	1,376,506	-	-	-	1,376,506
Share capital Issued from completion of acquisition	-	2,150,000	-	-	-	2,150,000
Share capital Issued from Dividend Reinvestment Plan	-	489,662	-	-	-	489,662
Capital raising Costs	-	(51,827)	-	-	-	(51,827)
Share capital cancelled - Buyback	-	(8,000)	-	-	-	(8,000)
Dividends paid	-	-	-	(3,199,182)	(572,658)	(3,771,840)
Transactions with non-controlling interests in their capacity as equity holders	-	-	-	-	-	-
Total transactions with equity holders in their capacity as equity holders	**-**	**3,956,341**	**(194,513)**	**(3,199,182)**	**(572,658)**	**(10,012)**
Balance at 30 June 2024	**(150,907)**	**71,580,935**	**1,238,250**	**(20,551,790)**	**626,726**	**52,743,214**

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Consolidated Statement of Cash Flows

For the year ended 30 June 2024

	Notes	30 June 2024 $	30 June 2023 $
Cash flows from operating activities			
Receipts from customers		39,091,770	33,683,180
Payments to employees and suppliers		(31,624,103)	(26,879,065)
Other income from sub-lease		116,204	114,266
Acquisition related costs		(192,596)	(106,088)
Interest received		12,650	9,563
Interest paid		(942,897)	(509,873)
Income tax paid		(719,492)	(2,094,536)
Net cash provided by operating activities	**25**	**5,741,536**	**4,217,447**
Cash flows from investing activities			
Payments for business acquisitions		(2,700,365)	(2,080,582)
Lease payments received		184,062	196,362
Payments for intangible assets		(172,806)	(1,588,641)
Payments for plant and equipment		(298,843)	(154,547)
Net cash provided by/(used in) investing activities		**(2,987,952)**	**(3,627,408)**
Cash flows from financing activities			
Dividends paid		(2,709,520)	(2,581,364)
Dividends paid to non-controlling interests		(592,330)	(607,656)
Other transactions with non-controlling interests		-	(313,165)
Repayment of lease liabilities		(1,192,636)	(1,030,162)
Share Buyback		(8,000)	(301,250)
Capital Raising Costs		(51,827)	-
Drawdown of borrowings		1,265,287	5,158,162
Net cash provided by/(used in) financing activities		**(3,289,026)**	**324,565**
Net increase in cash and cash equivalents		(535,443)	914,604
Cash and cash equivalents at beginning of the year		**1,043,303**	**128,699**
Cash and cash equivalents at end of the year		**507,861**	**1,043,303**

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Notes to the Financial Statements

1. Corporate information

The consolidated financial statements of Prime Financial Group Ltd ('Prime' or 'the Company') and its controlled entities ('the Group') for the year ended 30 June 2024 were authorised for issue in accordance with a resolution of the Directors on 22 August 2024.

Prime Financial Group Ltd is a for profit company limited by shares and incorporated and domiciled in Australia. The Company's shares are publicly traded on the Australian Securities Exchange ('ASX').

2. Basis of the preparation of the financial report

2.1 Basis of preparation

The consolidated financial statements for the year ended 30 June 2024 have been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board.

The consolidated financial statements are presented in Australian Dollars and all values are rounded to the nearest dollar, except when otherwise indicated. It complies with International Financial Reporting Standards as issued by the International Accounting Standards Board.

The consolidated financial statements provide comparative information in respect of the previous period. In addition, the Group presents an additional statement of financial position at the beginning of the preceding period when there is a retrospective application of an accounting policy, a retrospective restatement, or a reclassification of items in financial statements.

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During the period, comparative information has been re-classified to align with current year disclosures.

2.2 Basis of consideration

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at 30 June 2024. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if, and only if, the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee
- The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights results in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement(s) with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary. Profit or loss and each component of other comprehensive income ('OCI') are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, non-controlling interest and other components of equity, while any resultant gain or loss is recognised in profit or loss. Any investment retained is recognised at fair value.

2.3 Summary of significant accounting policies

(a) Revenue recognition

Under AASB 15, revenue is recognised at an amount that reflects the consideration to which the Group expects to be entitled in exchange for transferring goods or services to a customer.

The standard requires entities to exercise judgement, taking into consideration all the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract.

Wealth Management & SMSF Revenue

Wealth Management revenue predominantly consists of ongoing investment advisory services relating to invested funds and fee for service for administration. There is generally one performance obligation. The Group has determined that revenue associated with this service should be recognised over time, as the service is provided by the Group. The Group uses an output method for

2. Basis of the preparation of the financial report – continued

measuring progress on satisfying the performance obligation. There is no variable consideration included in the transaction price or Wealth Management & SMSF revenue. The Wealth Property revenue stream within this segment plays a critical role in diversifying income sources and enhancing the value proposition for clients. Altor Capital is an alternative asset manager which invests in growth orientated, mid-market companies, public or private and is included within this segment.

Accounting & Business Advisory plus Capital Revenue

Accounting & Business Advisory services generally involves one performance obligation, relating to the provision of specific services, e.g. bookkeeping or tax services. While there may be several performance obligations for services/contracts related to Capital.

The Capital & Corporate Advisory arm of Prime provides a full suite of advisory and investment banking services including corporate development, mergers & acquisitions (M&A) transactions, capital raisings, debt equity markets and corporate advisory. Capital service contracts may include variable consideration components. Variable consideration is estimated using either the 'expected value' or 'most likely amount' method. The measurement of variable consideration is subject to a constraining principle whereby revenue will only be recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The measurement constraint continues until the uncertainty associated with the variable consideration is subsequently resolved. Equity Plan Management Pty Ltd (EPM) specialises in remuneration and employee share plan management and is included in this segment.

The Group has determined that revenue associated with this service should also be recognised over time, as the service is provided by the Group. The Group uses an input method to measure progress in satisfying the performance obligation for Accounting & Business Advisory, while Capital uses the output method.

Contract Assets

A contract asset is the right to consideration in exchange for goods and services transferred to the customer. For goods and services, the Group performs for customers before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration. The Group's contract assets are from work in progress earned for the Group and are initially recognised for revenue from services provided to clients. Upon completion and acceptance from the customer, there is a reclassification from contract assets (Note 10) to trade receivables (Note 9).

Disaggregated Revenue

The Group has disaggregated revenue recognised from contracts with customers into categories that depict how the nature, timing and uncertainty of revenue and cash flows are affected by economic factors, being Wealth Management & SMSF revenue and Accounting & Business Advisory plus Capital revenue.

(b) Cash and cash equivalent

Cash and cash equivalents include cash on hand and at banks, short-term deposits with an original maturity of three months or less held at call with financial institutions.

(c) Plant and equipment

All classes of plant and equipment are stated at cost less depreciation and any accumulated impairment losses. The carrying amount of plant and equipment is reviewed for impairment annually by Directors for events or changes in circumstances that indicate the carrying value may not be recoverable. If any such indication exists and where the carrying value exceeds the estimated recoverable amount, the assets are written down to their recoverable amount. Impairment losses are recognised in the statement of profit and loss and other comprehensive income.

The depreciable amounts of all other fixed assets are depreciated on a straight-line basis over their estimated useful lives commencing from the time the asset is held ready for use.

The assets' residual value and useful lives are reviewed and adjusted as appropriate at the end of the reporting period. Gains and losses on disposals are determined by comparing proceeds with the carrying amount and are included within the profit or loss.

Office equipment	3 to 5 years
Software	1 to 3 years
Plant & machinery	3 to 5 years
Leasehold improvements	3 to 5 years

(d) Leases

AASB 16 'Leases' has introduced a single accounting model for recognising and measuring lease arrangements. The standard requires all leases to be recognised on the Balance sheet, unless the underlying asset is of low value or a term of 12 months or less. The income statement includes depreciation of the right-of-use asset and interest expense on the lease liability over the lease term.

The Group became a lessor for the first time in FY22 due to its sub-lease arrangement. The Group has classified the lease as a financing lease. Rental and operational income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the lease receivable asset and recognised over the lease term on the same basis as the associated income. The sub lease concluded in May 2024 and was not renewed.

Intangibles

Goodwill

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests and any previous interest held over the net identifiable assets acquired and liabilities assumed). If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date.

If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred,

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2. Basis of the preparation of the financial report – continued

then the gain is recognised in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units. The Group's goodwill has been allocated between two operating segments (1) 'Wealth Segment' (Wealth Management (inc Asset Management) and SMSF) and; (2) 'Business Segment' (Accounting & Business Advisory plus Capital & Corporate Advisory Services), and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed of in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates.

The amortisation expense on intangible assets with finite lives is recognised in the statement of profit or loss in the expense category that is consistent with the function of the intangible assets.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

Research and development costs

Expenditure during the research phase is expensed and expenditure incurred in development is recognised as an intangible asset and amortised over the useful life of the asset once the development of the intangible asset is complete.

A summary of the policies applied to the Group's intangible assets is as follows:

- Customer relationships – amortised on a straight-line basis over 5-10 years;
- IT Development and Software costs – amortised on a straight-line basis over 3-5 years.

(e) Impairment of Non-Financial Assets

Goodwill and Intangible Assets with an indefinite useful life are not amortised but are tested at least annually for impairment in accordance with AASB 136. Assets subject to annual depreciation or amortisation are reviewed for impairment whenever events or circumstances arise that indicate that the carrying amount of the asset may be impaired.

An impairment loss is recognised where the carrying amount of the asset exceeds its recoverable amount. The recoverable amount of an asset is defined as the higher of its fair value less costs to sell and value in use. Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

(f) Taxes

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to apply when the assets are recovered or liabilities settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures, and the timing of the reversal can be controlled, and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amount of recognised and unrecognised deferred tax assets are reviewed each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entity's which intend to settle simultaneously.

2. Basis of the preparation of the financial report – continued

Tax consolidation

The parent entity and its controlled entities have formed an income tax consolidated group under the tax consolidation legislation. The parent entity is responsible for recognising the current tax liabilities and deferred tax assets arising in respect of tax losses, for the tax consolidated group. The tax consolidated group has also entered into a tax funding agreement where applicable to those companies in the group, to contribute to the income tax payable in proportion to their contribution to net profit before tax of the tax consolidated group. In addition to its own current and deferred tax amounts, the head entity also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from controlled entities in the tax consolidated group. Assets or liabilities arising under the tax funding agreements with the applicable tax consolidated entities are recognised amounts receivable from or payable to other entities in the tax consolidated group. The tax funding arrangement ensures that the intercompany charge equals the current tax liability or benefit of the applicable tax consolidated group member, resulting in neither a contribution by the parent entity to that subsidiary nor a distribution by that subsidiary to the parent entity.

(g) Employee benefits

Wages and salaries and annual leave

Liabilities for wages and salaries, including non-monetary benefits, and annual leave expected to be wholly settled within 12 months of the reporting date are recognised in current liabilities in respect of employees' services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled.

Other long-term employee benefits

Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

(h) Investments

The Group's investment in its associates is accounted for using the equity method of accounting in the consolidated financial statements. The associates are entities over which the Group has significant influence and that are neither subsidiaries nor joint ventures.

The Group generally deems it has significant influence if it has more than 20% of the voting rights, but does not have control of the entity.

Under the equity method, investments in associates are carried in the consolidated statement of financial position at cost plus post-acquisition changes in the Group's share of net assets of the associates. Goodwill relating to an associate is included in the carrying amount of the investment and is not amortised. After application of the equity method, the Group determines whether it is necessary to recognise any impairment loss with respect to the Group's net investment in associates. Goodwill included in the carrying amount of the investment in associate is not tested separately, rather the entire carrying amount of the investment is tested for impairment as a single asset. If the Group's share of losses in an associate equals or exceeds its interest in the associate, including any unsecured long-term receivables and loans, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

The reporting dates of the associates and the Group are identical and the associates' accounting policies conform to those used by the Group for like transactions and events in similar circumstances.

Unrealised gains on transactions between the group and its associates and joint ventures are eliminated to the extent of the group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

(i) Financial instruments

Initial recognition and measurement

In December 2014, the AASB issued the final version of AASB 9 Financial Instruments that replaces AASB 139 Financial Instruments: Recognition and Measurement and all previous versions of AASB 9. AASB 9 brings together all three aspects of the accounting for financial instruments project: classification and measurement, impairment and hedge accounting.

Classification and subsequent measurement

The adoption of AASB 9 has not had a significant impact on the balance sheet or equity on applying the classification and measurement requirements of AASB 9. Trade receivables and Loans are held to collect contractual cash flows and are expected to give rise to cash flows representing solely payments of principal and interest. The Group analysed the contractual cash flow characteristics of those instruments and concluded that they meet the criteria for amortised cost measurement under AASB 9. Therefore, reclassification for these instruments is not required. There has been no change to the valuation of the unquoted equity instruments, measured at fair value through profit and loss.

Impairment

AASB 9 requires the Group to record expected credit losses on all its trade receivables and loans, either on a 12-month or lifetime basis. The Group applied the simplified approach and recorded lifetime expected losses on all trade receivables. As trade receivables are short-term in nature i.e. repayment terms are typically 30-90 days, the previous method of recognising credit impairment is not materially different to the simplified approach adopted under AASB 9.

Derecognition

Financial assets are derecognised where the contractual rights to receipt of cash flows expires or the asset is transferred to another party whereby the entity no longer has any significant continuing involvement in the risks and benefits associated with the asset. Financial liabilities are derecognised where the related obligations are either discharged, cancelled or expired. The difference between the carrying value of the financial liability extinguished or transferred to another party and the fair value of consideration paid, including the transfer of non-cash assets or liabilities assumed, is recognised in profit or loss.

(j) Loans to Directors

The Group recognises a loss allowance for expected credit losses on loans using the general approach. If the credit risk on the loan has increased significantly since initial recognition, an amount equal to the lifetime loss is recognised. Specific to this loan, there has been no change in credit risk since initial recognition.

(k) Goods and services tax (GST)

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2. Basis of the preparation of the financial report – continued

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office.

In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the statement of financial position are shown inclusive of GST.

Cash flows are presented in the statement of cash flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

(l) Comparatives

Where necessary, comparative information has been reclassified and repositioned for consistency with current year disclosures.

(m) Business combinations

The acquisition method of accounting is used to account for business combinations regardless of whether equity instruments or other assets are acquired.

The consideration transferred is the sum of the acquisition-date fair values of the assets transferred, equity instruments issued, or liabilities incurred by the acquirer to former owners of the acquiree and the amount of any non-controlling interest in the acquiree. For each business combination, the non-controlling interest in the acquiree is measured at either fair value or at the proportionate share of the acquired identifiable net assets. All acquisition costs are expensed as incurred to profit or loss.

On the acquisition of a business, the consolidated entity assesses the financial assets acquired and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the consolidated entity's operating or accounting policies and other pertinent conditions in existence at the acquisition-date.

Where the business combination is achieved in stages, the consolidated entity remeasures its previously held equity interest in the acquiree at the acquisition-date fair value and the difference between the fair value and the previous carrying amount is recognised in profit or loss.

Contingent consideration to be transferred by the acquirer is recognised at the acquisition date fair value. It is the discounted value of the expected future consideration. Subsequent changes in the fair value of contingent consideration classified as an asset or liability is recognised in profit or loss.

Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity.

The difference between the acquisition date fair value of identifiable assets acquired, liabilities assumed and any non-controlling interest in the acquiree and the fair value of the consideration transferred and the fair value of any pre-existing investment in the acquiree is recognised as goodwill. If the consideration transferred and the pre-existing fair value is less than the fair value of the identifiable net assets acquired, being a bargain purchase to the acquirer, the difference is recognised as a gain directly in profit or loss by the acquirer on the acquisition-date, but only after a reassessment of the identification and measurement of the net assets acquired, the non-controlling interest in the acquiree, if any, the consideration transferred and the acquirer's previously held equity interest in the acquiree.

Business combinations are initially accounted for on a provisional basis. The acquirer retrospectively adjusts the provisional amounts recognised and also recognises additional assets or liabilities during the measurement period, based on new information obtained about the facts and circumstances that existed at the acquisition date. The measurement period ends on either the earlier of (i) 12 months from the date of the acquisition or (ii) when the acquirer receives all the information possible to determine fair value.

(n) Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

(o) Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of Prime, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

Diluted earnings per share

Diluted earnings per share is calculated by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for the effects of dilutive potential ordinary shares.

(p) Treasury shares

Own equity instruments that are reacquired (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments.

(q) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

(r) Assets held for sale

Assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell.

An impairment loss is recognised for any initial or subsequent write-down of the asset to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset is recognised at the date of derecognition.

(s) Share based payments accounting policy

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2. Basis of the preparation of the financial report – continued

Equity-settled share-based payment transactions

Directors and employees also receive remuneration in the form of share-based payments whereby they are granted Performance Rights that vest into shares after a set vesting period. The cost of these equity-settled transactions with employees is measured by reference to the fair value of the equity instruments at the date of granting. The fair value was determined by management using the Binomial and Monte Carlo Model, further details of which are given in Note 24.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity (Retained-Earnings), over the period in which the performance and/or service conditions are fulfilled (the vesting period), ending on the date the relevant employees are awarded the shares (the vesting date).

2.4 New and amended standards and interpretations

The Group has not early adopted any standards, interpretations or amendments that have been issued but are not yet effective.

New accounting standards issued but not effective

The Group is considering the impact of the following accounting standard and interpretations amendments that have been issued by are not yet effective:

- AASB 2020-1 Amendments to AASs – Classification of Liabilities as Current or Non-current
- AASB 18 Presentation and Disclosure in Financial Statements

3. Significant accounting judgements, estimates and assumptions

In the process of applying the Group's accounting policies, management has made the following critical accounting estimates and judgements, and taken the following matters into consideration:

Consolidation of wealth management entities

Prime has determined it controls certain wealth management entities for which it owns 40-50% of the voting shares of. The determination was made due to Prime holding the required Australian Financial Services License and controlling cash flows and the relevant activities which includes business development, marketing initiatives and staffing and preparing the financial statements of the entities.

Impairment of non-financial assets

An impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The Group tests its intangible assets, goodwill and investments accounted for using the equity method for impairment on at least an annual basis using a discounted cash flow (DCF) model. The methodology and key assumptions used to determine the recoverable amount for operating segments and test for impairment are disclosed in Note 16.

Contingent consideration

Contingent consideration, resulting from business combinations, is valued at fair value at the acquisition date as part of the business combination. When the contingent consideration meets the definition of a financial liability, it is subsequently remeasured to fair value at each reporting date. The determination of the fair value is based on discounted cash flows. The key assumptions take into consideration the probability of meeting each performance target and the discount factor.

Share option valuations

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which depends on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. A liability is recognised for the fair value of cash-settled transactions. The fair value is measured initially and at each reporting date up to and including the settlement date, with changes in fair value recognised in profit and loss. The fair value is expensed over the period until the vesting date with recognition of a corresponding liability. The Group calculates the fair value of the share options at each reporting date using the Black-Scholes model.

Allowance for expected credit losses

The allowance for expected credit losses assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss, grouped based on shared credit risk characteristics and on days overdue, and makes assumptions to allocate an overall expected credit loss rate for each group. These assumptions include past default experience of the debtor profile and an assessment of the historical loss rates.

The Group has continued to review outstanding invoices and the trade receivable balance for indicators of impairment and if upon this impairment assessment if there is no reasonable expectation of recovery, the receivable amount is fully written off.

Forward looking credit factors, including global and Australian economic conditions, and factors relevant to the client base, continue to be assessed in conjunction with historical performance and specific considerations on individual debtor balances.

The allowance for expected credit loss on the lease receivable has been considered for the financial year ending 30 June 2024, under the same approach discussed above and is considered immaterial.

The Group have concluded that the existing Expected Credit Losses (ECL) methodology remain appropriate in current environment.

4. Business combinations and acquisition of non-controlling

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interest

Altor Capital Pty Ltd

On 16 February 2024, Prime acquired a 100% ownership of Altor Capital Pty Ltd (Altor) and its wholly owned subsidiaries listed below, for a mixture of consideration payable at completion and Deferred Contingent Consideration. All Deferred Contingent Consideration tranches are payable in a notional mixture of cash (50%) and PFG consideration shares (50%). However, the cash and share mix might vary should the Volume Weighted Average Price (VWAP) of PFG shares fall below $0.20 at a future reference date at which the contingent consideration payable is assessed.

Deferred Contingent Consideration is calculated based upon achievement of maintainable EBITDA in the three years following completion. If maintainable EBITDA targets are achieved, total or 'on-target' consideration of $4,200,000 is payable. The amount payable is assessed at each anniversary following completion and may be payable in any of the three years following completion subject to the achievement of EBITDA hurdles. The amount of $2,150,000 has been assessed as payable financial year ended 30 June 2025. In addition to the 'on target' consideration, Prime paid an additional $551,894 based upon excess cash at the time of completion. Total consideration not exceeding $4,751,894 is potentially payable should EBITDA targets be achieved as summarised below:

Payment Tranches	Cash	Shares	Total
Completion	750,000	750,000	1,500,000
Completion Balance Sheet Adjustment	551,894	-	551,894
Deferred Contingent	1,350,000	1,350,000	2,700,000
Total	**2,651,894**	**2,100,000**	**4,751,894**

Whilst cash consideration of $1,301,894 was paid at completion, Prime also obtained the benefit of $396,420 in cash from the acquired entities. On that basis the amount of $905,474 is recorded in the Consolidated Statement of cash flows as 'Payments for Acquisitions (Net of cash acquired)'.

Total expected consideration has been recorded in the June 2024 Financial Report at its Present Value of $4,474,765 comprised of;

- Completion Consideration ($2,051,894)
- Deferred Contingent Consideration ($2,422,871)

Through the acquisition, Prime obtained assets and liabilities detailed below of a fair value of $1,325,442, with the balance ($3,037,574) comprised of goodwill. The value of goodwill represents the future earnings and synergies expected from the acquisitions. No goodwill is expected to be deductible for tax purposes. The intangibles including goodwill were allocated to the Wealth Segment (Wealth Management (inc Asset Management) and SMSF) CGU.

Cash	396,420
Accounts Receivable	11,000
Other Receivables	131,064
Work in Progress	119,397
Deferred Tax Asset	2,961
Customer Relationship Intangible Asset	994,685
Income Tax Refundable	122,546
Total Assets	**1,778,074**
Payables	163,993
Employee Benefits	33,790
Deferred Tax Liability	254,849
Total Liabilities	**452,632**
Fair Value of Net Assets	**1,325,442**

Over the last 6 years, Altor has built a funds management platform, covering distribution and administration, which allows a capability to launch new products in the alternative asset management space. Prime seeks to leverage this capability and build out a diversified alternative asset management business enhancing its capability across Advice, Capital & Asset Management for its Business and Wealth segment clients.

In addition to an experienced and well credentialled management team, Prime acquire Altor's two core existing funds covering private equity and private credit.

Transaction costs in relation to the Altor acquisition of approximately $178,918 (Legal and Due Diligence) have been included in the Statement of Profit and Loss. Since the date of acquisition, Altor Capital Pty Ltd contributed circa $1,300,000 of revenue and $600,000 to profit before tax from continuing operations of the Group included in the Statement of Profit & Loss.

Acquired entities

Altor Capital Pty Ltd, and its controlled entities

- Altor Private Equity Pty Ltd
- Altor Advisory Partners Pty Ltd
- AC AFSL Pty Ltd
- ACM AEPF Pty Ltd
- Altor Capital Management Pty Ltd
- Altor PIPE Management Pty Ltd
- Altor Credit Partners Pty Ltd
- Altor Property Pty Ltd (subsequently voluntarily deregistered); and
- ACM GF1 Pty Ltd (subsequently voluntarily deregistered)

Sensitivity of deferred consideration

Management currently forecasts that Deferred Consideration in the amount of $2,700,000 will be payable based upon anticipated performance over the three year period post completion. Deferred Consideration is payable based on achievement of EBITDA targets which management has forecast based upon anticipated Funds Under Management, Consultancy and Directors Fees receivable and likely operational expenditures

If performance declines 10% from management expectations the amount of $2,598,377 would be payable as deferred consideration. This represents a reduction in the amount currently expected to be payable of $101,623.

If performance improves 10% from management expectations

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4. Business combinations and acquisition of non-controlling interest – continued

the amount of $2,700,00 would remain payable as deferred consideration is capped at this amount.

Equity Plan Management and Remuneration Strategies

On 18 June 2024, Prime acquired a 100% ownership of Equity Plan Management Pty Ltd (EPM) and Equity Plan Services Pty Ltd for a mixture of consideration payable at completion and Deferred Contingent Consideration.

On the same day Prime executed a binding Business Purchase Agreement to purchase the business formerly conducted by Remuneration Strategies Pty Ltd for cash consideration of $300,000.

All EPM Deferred Contingent Consideration tranches are payable in a notional mixture of cash (50%) and PFG consideration shares (50%). However, the cash and share mix might vary should the Volume Weighted Average Price (VWAP) of PFG shares fall below $0.22 at a future reference date at which the contingent consideration payable is assessed.

Deferred Contingent Consideration is calculated based upon achievement of EBITDA targets in the two years following completion. If EBITDA targets are achieved further Deferred Contingent Consideration is payable of $2,900,000. Should EBITDA hurdles be met, $1,500,000 will be payable in the financial year ended 30 June 2025, and $1,400,000 payable in the financial year ended 30 June 2026.

Based upon excess assets delivered at completion a further amount of $380,060 was determined to be payable.

Total consideration not exceeding $5,980,060 for the business combination is potentially payable should EBITDA targets be achieved, as summarised below:

	BPA RS	SPA EPM		
Payment Tranches	**Cash**	**Cash**	**Shares**	**Total**
Completion	300,000	1,100,000	1,400,000	2,800,000
Completion Balance Sheet Adjustment		380,060		380,060
Deferred (but not Contingent)		100,000		100,000
Deferred Contingent		1,400,000	1,400,000	2,800,000
Total		**2,980,060**	**2,800,000**	**6,080,060**

Total expected consideration has been recorded in the June 2024 Financial Report at its Present Value of $5,376,839.

Whilst cash consideration of $1,400,000 was paid at completion, Prime also obtained the benefit of $440,710 in cash from the acquired entities. On that basis the amount of $959,290 is recorded in the Consolidated Statement of cash flows as 'Payments for Acquisitions (Net of cash acquired)'.

Through the acquisition, Prime obtained assets and liabilities detailed below of a fair value of $2,794,693, with the balance ($2,582,146) comprised of goodwill. The value of goodwill represents the future earnings and synergies expected from the acquisitions. No goodwill is expected to be deductible for tax purposes. The intangibles including goodwill were allocated to the Business Segment (Accounting & Business Advisory plus Capital & Corporate Advisory Services) CGU.

Balance outstanding on acquisitions

Please see Note 21 for the details of the balance outstanding on the acquisition of investments.

Cash	440,710
Accounts Receivable	60,137
Other Receivables	513,633
Customer Relationship Intangible Asset	2,850,901
Total Assets	**3,865,381**
Payables	67,731
Employee Benefits	109,611
Income Tax Payable	180,621
Deferred Tax Liability	712,725
Total Liabilities	**1,070,688**
Fair Value of Net Assets	**2,794,693**

Equity Plan Management and Remuneration Strategies combined are one of the most experienced remuneration and employee share plan management administrators in Australia that present a favourable financial profile with strong recurring revenues and margins.

The business combination further expands capability within PFG's Business Segment focus for Emerging Businesses. It is complementary to the Group's existing Capital & Corporate Advisory capability and provides increased customer diversification with significant cross selling opportunities into the wider PFG.

Transaction costs in relation to the acquisition of approximately $14,000 (Legal and Due Diligence) have been included in the Statement of Profit and Loss. Since the date of acquisition, EPM contributed circa $280,000 of revenue and $200,000 to profit before tax from continuing operations of the Group included in the Statement of Profit & Loss.

Sensitivity of deferred consideration

Management currently forecasts that Deferred Consideration in the amount of $2,900,000 will be payable based upon anticipated performance over the two-year period post completion. Deferred Consideration is payable based on achievement of EBITDA targets which management has forecast based upon anticipated Equity Plans under Management, Consultancy Fees receivable and likely operational expenditures.

If performance declines 10% from management expectations the amount of $2,792,840 would be payable as deferred consideration. This represents a reduction in the amount currently expected to be payable of $107,160.

If performance improves 10% from management expectations the amount of $2,900,00 would remain payable as deferred consideration is capped at this amount.

5. Group Information

Information about subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in Note 2:

	Country of Incorporation	2024 % Owned	2023 % Owned
Parent Entity:			
Prime Financial Group Ltd	Australia		
Subsidiaries of Prime Financial Group Ltd continued			
ACN 097 206 874 Pty Ltd	Australia	100	100
AC AFSL Pty Ltd	Australia	100	-
ACM AEPF Pty Ltd	Australia	100	-
Altezza Partners Pty Ltd	Australia	100	100
Altezza Wealth Management Pty Ltd	Australia	100	100
Altor Advisory Partner Pty Ltd	Australia	100	-
Altor Capital Pty Ltd	Australia	100	-
Altor Capital Management Pty Ltd	Australia	100	-
Altor Credit Partners Pty Ltd	Australia	100	-
Altor Private Equity Pty Ltd	Australia	100	-
Altor PIPE Management Pty Ltd	Australia	100	-
ASIF Management Pty Ltd	Australia	100	-
Aus - Prime Management and Consulting Private Limited	India	99.99	-
Beksan Pty Ltd	Australia	100	100
Bishop Collins Wealth Management Pty Ltd	Australia	50	50
CP Financial Planners Pty Ltd	Australia	50	50
Crispin & Jeffery Financial Services Pty Ltd	Australia	50	50
David Hicks and Co Financial Services Pty Ltd	Australia	50	50
DM Financial Planners Pty Ltd	Australia	80	80
Equity Plan Management Pty Ltd	Australia	100	-
Equity Plan Services Pty Ltd	Australia	100	-
ExpertSuper Pty Ltd	Australia	100	100
Green Taylor Financial Services Pty Ltd	Australia	50	50
Intello Pty Ltd	Australia	100	100
Madder & Co Financial Services Pty Ltd	Australia	50	50
MPR Accountants & Advisors Pty Ltd	Australia	100	100
MVA Bennett Financial Services Pty Ltd	Australia	50	50
NP Wealth Management Pty Ltd	Australia	100	100
ORD Financial Services Pty Ltd	Australia	100	100
Pacifica Financial Services Pty Ltd	Australia	80	80
PFG (NTH QLD) Pty Ltd	Australia	80	80
PFG Employee Share Plan Trust	Australia	100	100
Prime Accounting & Business Advisory Pty Ltd	Australia	100	100
Prime Accounting & Wealth Management Pty Ltd	Australia	100	100
Prime Corporate Advisory Pty Ltd	Australia	100	100
Prime Corporate Pty Ltd	Australia	100	100
Prime Development Fund Pty Ltd	Australia	100	100
Prime ESG Advisory Pty Ltd	Australia	100	100
Prime Finance Specialists Pty Ltd	Australia	100	100
Prime Innovation Pty Ltd	Australia	100	100
Prime International Leaders Pty Ltd	Australia	100	100
Prime Management Services Pty Ltd	Australia	100	100

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5. Group Information - continued

	Country of Incorporation	2024 % Owned	2023 % Owned
Prime Property & Capital Pty Ltd	Australia	100	100
Prime Venture & Capital Pty Ltd	Australia	100	100
Primestock Financial Planning Pty Ltd	Australia	100	100
Primestock Superannuation Services Pty Ltd	Australia	100	100
Primestock Wealth Management Pty Ltd	Australia	100	100
Primestock Securities Ltd	Australia	100	100
R&D Tax Consultants Pty LTD	Australia	100	100
RJS Financial Solutions Pty Ltd	Australia	100	50
RMM Financial Services Pty Ltd	Australia	50	50
Rundles Financial Planning Pty Ltd	Australia	40	40
Signum Business Advisors Financial Services Pty Ltd	Australia	50	50
Tricor Financial Services Pty Ltd	Australia	40	40

The following table summarises the information relating to each of the Group's subsidiaries that has material non-controlling interests, before any intra-group eliminations.

2024 Controlled Entities Name	Rundles Financial Planning Pty Ltd	Green Taylor Financial Services Pty Ltd	PFG (Nth Qld) Pty Ltd
Country of incorporation	Australia	Australia	Australia
Percentage owned by non-controlling interests	60%	50%	20%
Current assets	43,634	171,263	110,542
Non-Current assets	551,261	560,641	92,530
Current liabilities	(69,042)	(60,470)	(131,568)
Non-Current liabilities	-	-	-
Net assets	525,853	671,434	71,504
Revenue	797,607	830,548	529,659
Profit/(loss) before tax	388,392	331,851	106,128

2023 Controlled Entities Name	Rundles Financial Planning Pty Ltd	Green Taylor Financial Services Pty Ltd	PFG (Nth Qld) Pty Ltd
Country of incorporation	Australia	Australia	Australia
Percentage owned by non-controlling interests	60%	50%	20%
Current assets	43,634	176,700	168,308
Non-Current assets	586,887	550,418	90,813
Current liabilities	(73,594)	(62,006)	(153,697)
Non-Current liabilities	-	-	-
Net assets	556,927	665,112	105,424
Revenue	793,264	747,256	630,832
Profit/(loss) before tax	406,256	308,781	195,666

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6. Expenses

	2024 $	2023 $
Finance Costs		
Financial Liabilities measures at amortised cost		
Interest on bank overdrafts and loans	1,198,713	746,485
Interest on lease liabilities	109,394	42,521
Total finance costs	**1,308,107**	**789,006**
Other expenses		
Other occupancy-related costs	60,017	89,751
Total Occupancy-related costs	**60,017**	**89,751**
Depreciation and amortisation		
Depreciation	152,805	71,401
Amortisation – Other	1,315,334	1,158,779
Amortisation – Right of Use Assets	805,661	536,721
Total depreciation and amortisation	**2,273,800**	**1,766,901**
Employee benefits expense		
Salaries and wages expense	18,915,938	15,025,280
Superannuation expense	1,393,569	1,114,165
Other employee expenses	1,923,742	1,417,117
Total Non-Share based payment employee benefits	**22,233,249**	**17,556,562**

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7. Income tax

	2024 $	2023 $
(a) The components of tax expense		
Current tax	1,036,551	891,774
Deferred tax	424,631	802,711
Other adjustments	(10,743)	-
Total income tax expense	**1,450,439**	**1,694,485**
(b) The prima facie tax on profit differs from the Income tax provided in the financial statements as follows:		
Total Profit/(Loss) before income tax	4,869,112	6,677,377
At the Australian statutory income tax rate of 25% (2023: 25%)	1,217,278	1,669,344
Add: Tax effect of:		
Permanent differences	436,004	253,762
Non-deductible Entertainment Expenses	92,163	83,589
Fair value movement on contingent consideration	101,430	(474,797)
Share based payment (expense)/benefit	1,181,993	1,128,103
Imputed Interest on CRIA purchase	176,330	49,533
Franking credits	192,100	228,621
Total Permanent Differences	1,744,017	1,015,049
At the Australian statutory income tax rate of 25%	436,004	253,762
Franking credits	(192,100)	(228,621)
Adjustments in respect of current income tax of previous year	(10,743)	-
Income tax expense attributable to ordinary activities	**1,450,439**	**1,694,485**

(c) Deferred tax

Deferred tax relates to the following:	30 June 2024 $	30 June 2023 $
Deferred tax assets/(liabilities)		
Employee provisions	392,319	288,311
Unrealised losses on investments	92,321	72,997
Lease receivable	-	(46,016)
Provision for expected credit losses	103,036	103,013
Right of Use asset	(714,975)	(76,622)
Lease liability	736,983	195,373
Intangible Assets – Customer Relationships	(1,379,678)	(630,241)
Accrued Revenue	(2,569,568)	(1,774,304)
Other	(71,442)	(193,506)
Net deferred tax liabilities	**(3,411,004)**	**(2,060,995)**

8. Cash and cash equivalents

	30 June 2024 $	30 June 2023 $
Current		
Cash at bank	507,861	1,043,303
Total cash and cash equivalents	**507,861**	**1,043,303**

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9. Trade and other receivables

	30 June 2024 $	30 June 2023 $
Current		
Trade receivables	7,021,045	5,256,683
Provision for expected credit losses	(412,145)	(412,052)
Total current trade and other receivables	**6,608,900**	**4,844,631**
Provision for expected credit losses		
Reconciliation of changes in the provision for expected credit loss		
Balance at beginning of the year	412,051	272,930
Additional expected credit loss provision recognised (P&L Charge)	377,094	247,391
Provision used	(377,000)	(110,869)
Recovery of Bad Debts previously written off	-	2,600
Balance at end of the year	**412,145**	**412,052**
Aged Analysis		
The ageing analysis of receivables is as follows:		
0 - 30 days	5,086,952	3,176,031
31 - 60 days	301,428	133,273
61 - 90 days	465,961	132,860
91+ days	1,166,704	1,814,519
Total	**7,021,045**	**5,256,683**

Consolidated	Expected Credit Loss Rate		Carrying Amount		Allowance for expected credit loss	
	2024 %	2023 %	2024 $	2023 $	2024 $	2023 $
0 to 3 months	0.8%	0.6%	5,903,920	3,463,325	49,577	21,161
3 to 6 months	16.7%	15.0%	424,185	519,605	70,646	78,246
Over 6 months	42.1%	24.6%	692,942	1,273,752	291,923	312,643
			7,021,047	**5,256,682**	**412,146**	**412,050**

The Group applies the simplified approach and records lifetime expected losses on all trade receivables. As a result, the Group does not monitor change in credit risk but recognises a provision based on lifetime expected credit losses (ECL) at each reporting date.

The trade receivable balance represents the Group's unconditional right to receive the cash.

Current trade receivables are generally on 30 days credit terms. However, the Group's Accounting & Business Advisory service line offers a grant and R&D tax incentive service to customers that are eligible for the Australian Government incentive funding. The payment terms for this service line (due to subsequent Australian Tax Office review) is likely to be greater than the standard credit terms given. The Group continues to perform an extensive review on the outstanding trade receivable balance at each reporting period, which includes an invoice by invoice assessment basis. Additionally, the unbiased probability-weighted matrix reflects the various segment groupings, which is described further below. The Group continue to write-off the uncollectable trade receivables which the Group do not expect to obtain from the relevant customers and continue to take this approach at every reporting date. The indicators the Group consider includes confirmation of non-payment, financial difficulties, credit ratings, customer industry and/or delinquency of payments. A credit is applied against the profit & loss if an amount is written off.

The Group utilised a provision matrix to calculate its ECL and provision for its trade receivables balance at 30 June 2024. The unbiased probability-weighted matrix reflects the various segment groupings based both upon the Group's debtor ageing, service line, and various customer segment groupings with similar loss patterns.

This included Geography (notably Melbourne and Brisbane for the Accounting & Business Advisory service line), product type and customer profile. This generated a historical credit loss experience which was adjusted for in the ECL for The Group. At every reporting date the historical rates used within the Groups provision matrix to calculate the ECL is updated for trade and other receivables.

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9. Trade and other receivables – continued

Forward looking credit factors, including the global and Australian economic conditions, and factors relevant to the client base continue to be assessed in conjunction with historical performance and specific considerations on individual debtor balances as specified above.

Please refer to Note 10 for commentary on contract assets.

10. Contract assets and other current assets

	30 June 2024 $	30 June 2023 $
Current		
Contract assets	10,278,273	7,097,218
Distributions advanced to non-controlling interests	736,471	711,397
Prepayments	66,753	103,223
Other assets	176,229	212,377
Total contract assets and other current assets	**11,257,726**	**8,124,215**

Contract assets

Consistent with the approach for trade and other receivables, the Group applies a simplified approach to recognising expected credit losses for contract assets as the Group do not contain a significant financing component for its trade receivables or contract assets. The expected credit loss in FY24 was immaterial.

Contract assets are initially recognised for revenue earned through work in progress, predominantly for the accounting and business advisory services as well as the capital advisory service line and monitored on both a monthly and ongoing basis. Upon completion of sale and acceptance by the customer and the provider, invoices are issued to the provider for the amount receivable and reclassified from contract assets to trade receivables. The trade receivable balance represents the Group's unconditional right to receive the cash (Note 9).

11. Property, plant and equipment

	Office equipment $	Plant and machinery $	Leasehold improvements $	Total $
Cost				
At 30 June 2022	1,103,684	528,004	532,595	2,164,283
At 30 June 2023	1,258,229	528,004	532,595	2,318,828
Additions	265,740	-	33,103	298,843
At 30 June 2024	1,523,969	528,004	565,698	2,617,671
Depreciation and impairment				
At 30 June 2022	994,524	528,004	520,281	2,042,809
At 30 June 2023	1,063,069	528,004	523,136	2,114,209
Depreciation charge for the year	145,019	-	7,786	152,805
At 30 June 2024	1,208,088	528,004	530,923	2,267,014
Net book value				
At 30 June 2024	315,881	-	34,775	350,657
At 30 June 2023	195,160	-	9,459	204,619

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12. Leases

Recognition, measurement and classification:

The Group has applied AASB 16 using the modified retrospective approach. The impact of changes are disclosed in Note 2.4.

At inception of a contract, the Group assesses whether a contract is, or contains a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- The contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified.
- The Group has the right to obtain substantially all of the economic benefits from the use of the asset; throughout the period of use, and;

The Group has the right to direct the use of the asset. The Group has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where all the decisions about how and for what purpose the asset is used are predetermined, the Group has the right to direct the use of the asset if either:

- The Group has the right to operate the asset;
- The Group designed the asset in a way that predetermines how and for what purpose it will be used.

The Group recognises a Right of Use (ROU) asset and a lease liability at the lease commencement date.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the Group's incremental borrowing rate. The determination of the incremental borrowing rate requires the use of judgement.

Lease payments included in the measurement of the lease liability comprise:

- Fixed payments, including in-substance fixed payments;
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under a residual value guarantee, and;
- The exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the ROU asset, or is recorded in profit or loss if the carrying amount of the ROU asset has been reduced to zero.

The Group's existing lease for its Sydney office expired on 29 June 2023. The Group obtained a new lease for its Sydney office for two years from 1 July 2023. The lease liability and ROU asset related to the new lease were disclosed in this report as at 30 June 2024.

The Group's existing lease for its Brisbane office expired on 8 July 2023. The Group extended its lease on a month-by-month basis until October 2023 by mutual agreement between the lessor and the Group. As a result of this extension, the Group continued to recognise the ROU asset and lease liability related to this lease in accordance with AASB16 Leases for the extended period. The Group subsequently obtained a new lease for its Brisbane office for five years from 5 October 2023. The lease liability and ROU asset related to the new lease were disclosed in this report as at 30 June 2024.

The Group's existing lease for its Melbourne office expired on 31 May 2024. The Group obtained a new lease for its Melbourne office for four years from 1 June 2024. The lease liability and ROU asset related to the new lease were disclosed in this report as at 30 June 2024.

The Group has the option to renew only its Melbourne lease for a period of three years. The potential cash outflows over the renewal period would be $3.82m. The Group in reasonably certain they would not exercise the option for renewal.

	30 June 2024 $	30 June 2023 $
Maturity analysis – contractual undiscounted cash flows		
Not later than 1 year	1,013,930	793,299
Later than 1 year and not later than 5 years	2,344,807	-
Balance at 30 June	**3,358,737**	**793,299**

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13. Right-of-use Asset

	30 June 2024 $	30 June 2023 $
Right of Use Asset		
Balance at 1 July	306,488	823,667
Additions during period	3,359,075	19,542
Derecognition of ROU Asset	-	-
Less: Accumulated depreciation	(805,662)	(536,721)
Balance at 30 June	**2,859,901**	**306,488**

The consolidated entity leases land and buildings for its offices under agreements of between three to five years with, in some cases, options to extend. As these options are not reasonably certain to be taken up, they have not been included. On renewal, the terms of the leases are renegotiated. The determination of the lease term requires the use of judgement. For the Group's accounting policy on leases, refer to 12.

The Group continued to sub-lease half of the Melbourne office space until its expiry in May 2024. The Group received a total service income of $116,204 during the year.

14. Lease Receivable

	30 June 2024 $	30 June 2023 $
Lease receivable		
Balance as at 1 July	184,062	380,424
Additions	-	-
Add: Interest	2,929	9,563
Less: receipts	(187,916)	(205,000)
Less: expected credit losses	925	(925)
Balance at end of the period	**-**	**184,062**
Less than one year	-	186,992
One to two years	-	-
Total undiscounted lease payments receivable	-	186,992
Unearned finance income	-	(2,930)
Net investment in the lease	-	184,062
Current	-	184,062
Non-current	-	-
Total lease receivable	**-**	**184,062**

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15. Financial assets

The financial assets at the period end are as follows:

	30 June 2024 $	30 June 2023 $
Loan receivable – Mr P Madder	225,000	225,000
Total current financial assets	**225,000**	**225,000**
Financial Asset - Crispin & Jeffery – SMSF	512,258	565,746
Other unquoted equity instruments	462,841	486,650
Loan receivable – Mr P Madder	725,358	867,631
Total non-current financial assets	**1,700,457**	**1,920,027**
Total financial assets	**1,925,457**	**2,145,027**

The loan receivable relates to a loan to Madder Corporate Pty Ltd, a nominee company of Mr P Madder. The loan was provided by the PFG ESP to fund the allocation of 6,224,156 Shares (30 June 2023: 6,224,156 Shares) in Prime.

During the year ended 30 June 2024 the interest accrued on the loan was $82,727.

Crispin & Jeffery is classified as a Level 3 financial asset and is measured at fair value through profit and loss. The fair value technique used was an earning multiple approach. The key inputs in this valuation were earnings generated by the investment and the earnings multiple. The fair valuation of Crispin & Jeffery – SMSF at 30 June 2024 resulted in a gain through the profit and loss of $53,488.

The fair value of unquoted equity securities – financial services sector, consists of an investment purchased in FY18. The asset is measured based on a revenue multiple as a best practice for measuring Early-Stage entities. The key inputs in this valuation were revenue and the revenue multiple. The fair valuation of this unquoted equity instrument at 30 June 2024 resulted in a loss through the profit and loss of $23,808.

16. Intangible assets

Cost	Goodwill	Customer relationships	IT Development & Software costs	Total
	$	$	$	$
At 1 July 2022	55,198,509	5,046,720	3,787,759	64,032,988
Additions	160,811	252,252	188,640	601,703
Acquisition/(disposal) of a subsidiary	1,652,211	1,536,215	1,400,000	4,588,426
At 30 June 2023	57,011,531	6,835,187	5,376,399	69,223,117
Additions	-	-	172,807	172,807
Acquisition/(disposal) of a subsidiary	5,619,721	3,845,586	-	9,465,307
At 30 June 2024	62,631,252	10,680,773	5,549,206	78,861,231
Amortisation and impairment				
At 1 July 2022	11,293,889	2,979,898	3,505,608	17,779,395
Amortisation	-	758,328	400,449	1,158,777
At 30 June 2023	11,293,889	3,738,226	3,906,057	18,938,172
Amortisation	-	847,836	467,498	1,315,334
At 30 June 2024	11,293,889	4,586,062	4,373,555	20,253,506
Net book value				
At 30 June 2024	51,337,363	6,094,711	1,175,651	58,607,725
At 30 June 2023	45,717,642	3,096,961	1,470,342	50,284,945

There is $2,003,219 of software that has been fully amortised but still in use, not included in the table above.

16. Intangible assets (continued)

The Group performed impairment tests for the financial year in December 2023 and June 2024. The Group considers the relationship between its market capitalisation and its book value, among other factors, when reviewing for indicators of impairment. While at 30 June 2024, the market capitalisation was below the book value of its equity, indicating a potential impairment of goodwill, the consolidated entity has performed a detailed impairment assessment and concluded that no impairment is required in the current year (2023: none). As noted, the consolidated entity has considered many factors in determining that no impairment is required.

The Group has two operating segments. One segment relates to 'Business Segment' (Accounting & Business Advisory plus Capital & Corporate Advisory Services) and the other to 'Wealth Segment' (Wealth Management (inc Asset Management) and SMSF).

Prime determines key assumptions based on the historical and expected future performance of assets that make up the segments. The recoverable amounts of the segment are based on value in use calculations using cash flow projections from financial projections approved by the Board. Prime's determination of cash flow projections are based on past performance and its expectation for the future.

The split of goodwill is shown in the table below:

	Goodwill $
Net book value	
Wealth Segment	28,064,503
Business Segment	23,272,859
Total Goodwill at 30 June 2024	**51,337,363**

Key assumptions used in value in use calculations and sensitivity to changes in assumptions: The calculation of value in use is most sensitive to the following assumptions:

- Revenue growth;
- Expenses growth;
- Discount rate; and
- Terminal growth rate (2.5%).

For the Group, the present value of future cash flows has been calculated using a post-tax discount rate of 10.8% (2023: 11.9%).

Based on sensitivity analysis completed there was no reasonable possible change in inputs that could lead to an impairment.

The Group have used the FY24 performance, the FY25 budget and FY26-28 business plan approved by the Board as the base point for the future cashflows.

17. Payables

	30 June 2024 $	30 June 2023 $
Trade creditors	1,178,313	682,635
Other creditors and accruals	2,341,420	1,052,158
GST payable	1,133,404	769,753
Total payables	**4,653,137**	**2,504,546**

18. Lease liabilities

	30 June 2024 $	30 June 2023 $
Balance at 1 July	**781,492**	**1,792,112**
Additions during period	3,359,075	19,542
Add: Interest	109,394	42,521
Less: Payments	(1,302,029)	(1,072,683)
Balance at 30 June	**2,947,932**	**781,492**

	2024 $	2023 $
Current Liability		
Office Premises – Lease liability	513,583	781,492
Non-Current Liability		
Office Premises – Lease liability	2,434,349	-
Total Lease Liabilities	**2,947,932**	**781,492**

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19. Provisions

	2024 $	2023 $
Annual and Long service leave		
Balance at the beginning of the year	1,153,251	949,051
Arising during the year	1,207,920	981,894
Arising from acquisition	129,410	-
Utilised	(921,306)	(777,694)
Balance at the end of the year	**1,569,275**	**1,153,251**

	2024 $	2023 $
Current Liability		
Provisions	1,272,511	893,174
Non-Current Liability		
Provisions	296,764	260,077
Provisions	**1,569,275**	**1,153,251**

20. Capital Management

For the purpose of the Group's capital management, capital includes issued capital, interest bearing loans and borrowings and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Group's capital management is to maximise the shareholder value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

In FY24, Prime paid dividends of $3,199,183 (FY23: $2,581,364). The Board's policy for dividend payments is typically a payout ratio of 50-70% of the reported and maintainable earnings.

As at 30 June 2024, the Group met its bank facility covenant requirements.

Lease liabilities are not included as part of net debt as this is not a requirement of the Group's bank covenants.

The Board monitors capital through the gearing ratio (net debt/ total capital). The target for the Group's gearing ratio is between 10% - 25%. The gearing ratios based on operations at 30 June 2023 and 30 June 2024 were as follows:

	30 June 2024 $	30 June 2023 $
Borrowings – bank facility	11,778,959	10,513,673
Less: cash and cash equivalents	(507,861)	(1,043,303)
Net debt	11,271,098	9,470,370
Total equity attributable to members/shareholders of the parent entity	52,116,488	48,702,664
Total equity attributable to members/shareholders of the parent entity and net debt	63,387,586	58,173,034
Gearing ratio	17.8%	16.3%

As at 30 June 2024, the Group has the ability to access a total facility of $24,396,680 from Westpac. This is $5,000,000 more for the Group than prior to a revised agreement, dated 14 December 2023.

The breakdown of the $24,396,680 facility is as follows:

As at 30 June 2024, $9,296,680 ($9,713,345: 30 June 2023) is available to fund working capital, future investments and for general purposes. $nil was used, with an unused amount of $9,296,680. At 30 June 2024, the effective interest rate was 6.42% per annum. There is an additional 1.00% line fee for the total facility.

20. Capital Management (continued)

As at 30 June 2024, $10,000,000 ($10,000,000: 30 June 2023) is available for acquisitions. $9,198,237 was used, with an unused amount of $801,763. The effective interest rate is 6.37% per annum plus an additional 1.00% line fee on the total facility.

As at 30 June 2024, the further $5,000,000 ($nil: 30 June 2023) is to support lateral hires within existing service lines and initial working capital requirements. $2,667,000 was used, with an unused amount of $2,333,000.

At 30 June 2024, $150,000 is available for Corporate Cards.

21. Balance outstanding on acquisition of investments

	30 June 2024 $	30 June 2023 $
Current	3,151,161	704,395
Non-current	1,375,533	-
Total	**4,526,694**	**704,395**

	30 June 2024 $	30 June 2023 $
Balance at the beginning of the year	704,395	327,525
Additions	4,380,140	4,509,900
Settlements	(835,601)	(3,658,233)
Movement in fair value	277,760	(474,797)
Balance at the end of the year	**4,526,694**	**704,395**

Intello Pty Ltd

On 4 October 2022, Prime acquired a 100% ownership of Intello Pty Ltd for a mixture of consideration payable at completion and Deferred Contingent Consideration. This was comprised of $1,759,899 consideration paid at completion, Deferred Contingent Consideration of $118,786 paid in January 2023, and a final payment of $835,601 in November 2023, taking total cash consideration to $2,714,286.

Following improved revenue performance in the September 2023 quarter, the amount paid in November 2023 ($835,601) was higher than the amount estimated in the June 2023 Financial Report resulting in a Fair Value Adjustment to contingent consideration of $101,430.

There was nil balance outstanding at 30 June 2024.

Altor Capital Pty Ltd

On 16 February 2024, Prime acquired a 100% ownership of Altor Capital Pty Ltd and its subsidiaries for a mixture of consideration payable at completion and Deferred Contingent Consideration.

If maintainable EBITDA targets are achieved, total or 'on-target' consideration of $4,200,000 is payable. In addition to the 'on target' consideration, Prime paid an additional $551,894 based upon excess cash obtained at the time of completion, denoting $4,751,894 as potentially payable. The amount of $2,051,894 has been paid at completion in a mixture of cash and shares. The balance, $2,700,00 is Deferred Contingent Consideration which has been recorded in the June 2024 Financial Report at its Present Value of $2,422,871. The amount of $2,150,000 has been assessed as payable in the financial year ended 30 June 2025 which has been recorded in June 2024 Financial Report at its Present Value of $2,012,463.

Equity Plan Management and Remuneration Strategies

On 18 June 2024, Prime acquired a 100% ownership of Equity Plan Management Pty Ltd (EPM) and Equity Plan Services Pty Ltd for a mixture of consideration payable at completion and Deferred Contingent Consideration. On the same day Prime purchased the business formerly conducted by Remuneration Strategies Pty Ltd for cash consideration of $300,000.

If EBITDA targets are achieved further Deferred Contingent Consideration is payable of $2,900,000 in a mixture of cash and Prime shares. However a purchase reduction of $127,726 is recoverable based upon the Balance Sheet delivered at completion, denoting a net amount payable of $2,772,238. This has been recorded in the June 2024 Financial Report at its Present Value of $2,103,822. The amount of $1,372,238 (net of the purchase price reduction) has been assessed as payable in the financial year ended 30 June 2025 which has been recorded in June 2024 Financial Report at its Present Value of $1,138,697.

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22. Issued capital and reserves

Ordinary shares issued

	Note	30 June 2024 $	30 June 2023 $
Ordinary shares fully paid	(a)	71,562,075	67,605,734
Ordinary share partly paid	(b)	18,860	18,860
Total		**71,580,935**	**67,624,594**

(a) Fully paid ordinary shares carry one vote per share and carry the right to dividends and the proceeds on winding up of the parent entity in proportion to the number of shares issued.

(b) The 2,095,560 partly paid ordinary shares are partly paid to $0.009 with $0.891 to pay. Any or all of the partly paid shares may be paid in full or in part at the election of the holder at any time. The partly paid shares will confer fractional voting rights and dividend entitlements in accordance with and subject to the Listing Rules of Australian Securities Exchange.

Movements in shares on issue

	2024		2023	
	No. of shares	$	No. of shares	$
Beginning of the financial year	**202,129,758**	**67,624,594**	**201,689,096**	**67,621,062**
Issued during the year				
- Shares Issued	24,222,880	3,964,341	1,948,738	304,782
Cancelled during the year				
- Shares cancelled through Buyback	(40,000)	(8,000)	(1,508,076)	(301,250)
End of the financial year	**226,312,638**	**71,580,935**	**202,129,758**	**67,624,594**

Treasury shares

	2024		2023	
	No. of shares	$	No. of shares	$
Beginning of the financial year	**974,476**	**150,907**	**974,476**	**150,907**
Issued during the year				
- Purchase of treasury shares for the PFG ESP	-	-	-	-
- Sale of treasury shares from PFG ESP	-	-	-	-
End of the financial year	**974,476**	**150,907**	**974,476**	**150,907**

Movements in reserves

	2024 $	2023 $
Opening balance	1,432,763	609,443
Current Year Fair Value of Performance Rights Shares during the period	1,181,993	1,128,103
Contributed Equity due to Performance Rights being exercised during the period	(1,376,506)	(304,783)
Closing Balance	**1,238,250**	**1,432,763**

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23. Dividends

	2024 $	2023 $
(a) Dividends paid during the year		
(i) Current year interim - Fully franked dividend of 0.75 cents per share *(2023 Interim: 0.70 cents per share)*	1,606,857	1,394,755
(ii) Previous year final - Fully franked dividend of 0.80 cents per share *(2023 Final: 0.60 cents per share)*	1,592,325	1,186,609
	3,199,182	**2,581,364**
(b) Proposed dividend		
Proposed dividend as at the date of this report at 0.85 cents per share *(2023: 0.80 cents per share)* not recognised as a liability		
Proposed dividend payment	2,038,005	1,592,325
(c) Franking credit balance		
Balance of franking account at year end adjusted for franking credits arising from payment of provision for income tax and after deducting franking credits.	4,374,458	4,813,671
Impact on the franking account of dividends recommended by the Directors since the year end but not recognised as a liability at year end	(679,335)	(530,775)
	3,695,123	**4,282,896**

24. Share-based payments

Prime wishes to reward team members for their contribution to the growth of the firm, while also aiming to attract and retain employees with the skills and passion to best serve clients and uphold the firm's values. Therefore a Performance Rights Plan involving a Short-Term Incentive (STI) and Long-Term Incentive (LTI) Share Program was implemented to continue rewarding staff through the ESP. Under AASB-2 (Para 10) these are defined as Equity-settled share-based payment transactions.

24a. Types of share-based payment plans Equity-settled share-based payment transactions - Performance Rights Plan

A transaction will be classified as share-based compensation where the Group receives services from employees or contractors and pays for these in shares.

The cost of these equity-settled transactions with employees or contractors is measured by reference to the fair value of the equity instruments at the date at which they were granted. The fair value was determined by management using the Binomial and Monte Carlo Models. The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled (the vesting period), ending on the date the relevant employees or contractors are awarded the shares (the vesting date).

At each subsequent reporting date until vesting, the cumulative charge to profit or loss is the product of:

(i) grant date fair value of the award;
(ii) current best estimate of the number of awards that will vest, taking into account the likelihood of employee turnover during the vesting period, estimated staff performance score and the likelihood of non-market performance conditions being met; and
(iii) expired portion of the vesting period.

The charge to profit or loss for the period is the cumulative amount as calculated above, less the amounts already charged in previous periods where there is a corresponding credit to equity.

Until an award has vested, any amounts recorded are contingent and will be adjusted if more or fewer awards vest than were originally anticipated to do so due to the failure to meet a service or non-market vesting condition. Any award subject to a market condition is considered to vest irrespective of whether or not that market condition is fulfilled, provided that all other conditions are satisfied.

If the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. An additional expense is recognised for any modification that increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee, as measured at the date of modification.

If an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award and designated as a replacement award on the date that it is granted, the cancelled and new award are treated as if they were a modification of the original award, as described in the previous paragraph.

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24a. Types of share-based payment plans Equity-settled share-based payment transactions - Performance Rights Plan - continued

The key terms of the Performance Rights Plans are as follows:

- The Performance Rights Plan allows the Group to issue rights to employees, contractors and Directors. The number of Performance Rights issued is determined by dividing the remuneration value by the 30 day VWAP prior to the grant date;
- The Performance Rights Plan will only vest upon satisfaction of certain conditions which are set by the Board at the time of the offer;
- If the conditions are met and the Performance Rights vest, each participant is entitled to an ordinary share for each Performance Right which vests;
- Until the Performance Rights vest and ordinary shares are issued, the participant is not entitled to exercise any voting rights attached to the Performance Rights and is not entitled to any dividend payments; and
- In general, if the conditions are not satisfied by the relevant testing date for those conditions, or if the participant ceases employment before the Performance Rights Plan Shares vest, the participant forfeits all interest in the Performance Rights.

Offer under Performance Rights Plan

The Performance Rights Plan rights granted are subject to the achievement of the performance measure, which is tested once at the end of the two or three year performance period. The Performance Rights will be measured against two performance measures – Underlying EBITDA for members/shareholders and Share Price.

These two performance measures require the Performance Rights to be measured under separate valuations;

Tranche 1 – Long-Term Incentives based on Share Price performance hurdle (Valued using Monte Carlo Model) - Cumulative 20% compound growth in Prime's share price over a three year period;

Tranche 2 – Long-Term Incentives based on EBITDA performance hurdle (Valued using Binomial Model is used to inform probability) - Cumulative 8% compound growth in underlying EBITDA (members/shareholders) over a three year period.

The Performance Rights that do not vest after testing of the relevant performance measure, lapse without retesting.

Cessation of employment

Except where the Board determines otherwise in a specific instance, where a participant ceases employment with Prime prior to any conditions attaching to Performance Rights Plan Shares issued under the Performance Rights Plan being satisfied, their Performance Rights will be forfeited and the participant will have no further interest in the Performance Rights. However the Board has discretion to approve the reason for a participant ceasing employment before Performance Rights have vested in appropriate circumstances. Such circumstances may include ill health, death, redundancy or other circumstances approved by the Board.

Where the Board has approved the reason for ceasing employment, it has discretion to determine any treatment in respect of the unvested Performance Rights it considers appropriate in the circumstances – for example, that a pro-rata number of Performance Rights are eligible to vest, having regard to time worked during the performance period and the extent the performance condition has been satisfied at the time of cessation.

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24b. Recognised share-based payment expenses/(benefits)

The expense/(benefit) recognised during the year is shown in the following table:

	Year ended 30 June 2024 $	Year ended 30 June 2023 $
Expense/(benefit) arising from cash-settled share-based payment transactions	-	-
Expense/(benefit) arising from equity-settled share-based payment transactions	1,181,993	1,128,103
Total expense arising from share-based payment transactions	**1,181,993**	**1,128,103**

24c. Movements during the year

The following table illustrates the number and movements in, share options during the year ended 30 June 2024, the exercise price of which is nil:

Equity-settled share-based payments Long-Term Incentives (2020-21 LTIs)	Number Year ended 30 June 2024	WAEP (cents) Year ended 30 June 2024	Number Year ended 30 June 2023	WAEP (cents) Year ended 30 June 2023
Outstanding at 1 July	**2,571,660**	**-**	**2,761,976**	**-**
Granted during period	-	-	-	-
Forfeited during period	(394,495)	-	(190,316)	-
Exercised during period	(1,877,165)	-	-	-
Expired during period	-	-	-	-
Outstanding at 30 June	**300,000**	**-**	**2,571,660**	**-**
Exercisable at 30 June	-	-	-	-

Equity-settled share-based payments Long-Term Incentives (2021-22 LTIs)	Number Year ended 30 June 2024	WAEP (cents) Year ended 30 June 2024	Number Year ended 30 June 2023	WAEP (cents) Year ended 30 June 2023
Outstanding at 1 July	**9,361,439**	**-**	**9,653,681**	**-**
Granted during period	-	-	-	-
Forfeited during period	(200,168)	-	(292,242)	-
Exercised during period	(9,161,270)	-	-	-
Expired during period	-	-	-	-
Outstanding at 30 June	**-**	**-**	**9,361,439**	**-**
Exercisable at 30 June	-	-	-	-

Equity-settled share-based payments Long-Term Incentives (2022-23 LTIs)	Number Year ended 30 June 2024	WAEP (cents) Year ended 30 June 2024	Number Year ended 30 June 2023	WAEP (cents) Year ended 30 June 2023
Outstanding at 1 July	**6,769,393**	**-**	**-**	**-**
Granted during period	-	-	7,026,583	-
Forfeited during period	(627,246)	-	(257,190)	-
Exercised during period	-	-	-	-
Expired during period	-	-	-	-
Outstanding at 30 June	**6,142,147**	**-**	**6,769,393**	**-**
Exercisable at 30 June	-	-	-	-

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24c. Movements during the year - continued

Equity-settled share-based payments Short-Term Incentives (2022-23 STIs)	Number Year ended 30 June 2024	WAEP (cents) Year ended 30 June 2024	Number Year ended 30 June 2023	WAEP (cents) Year ended 30 June 2023
Outstanding at 1 July	**1,171,875**	**-**	**1,171,875**	**-**
Granted during period	-	-	-	-
Forfeited during period	-	-	-	-
Exercised during period	(1,171,875)	-	-	-
Expired during period	-	-	-	-
Outstanding at 30 June	**-**	**-**	**1,171,875**	**-**
Exercisable at 30 June	-	-	1,171,875	-

Equity-settled share-based payments Long-Term Incentives (2023-24 LTIs)	Number Year ended 30 June 2024	WAEP (cents) Year ended 30 June 2024	Number Year ended 30 June 2023	WAEP (cents) Year ended 30 June 2023
Outstanding at 1 July	**-**	**-**	**-**	**-**
Granted during period	4,840,115	-	-	-
Forfeited during period	(129,354)	-	-	-
Exercised during period	-	-	-	-
Expired during period	-	-	-	-
Outstanding at 30 June	**4,710,761**	**-**	**-**	**-**
Exercisable at 30 June			-	-

Equity-settled share-based payments Revenue Based Long-Term Incentives (2021-22 LTIs)	Number Year ended 30 June 2024	WAEP (cents) Year ended 30 June 2024	Number Year ended 30 June 2023	WAEP (cents) Year ended 30 June 2023
Outstanding at 1 July	**1,000,000**	**-**	**1,000,000**	**-**
Granted during period	-	-	-	-
Forfeited during period	-	-	-	-
Exercised during period	-	-	-	-
Expired during period	-	-	-	-
Outstanding at 30 June	**1,000,000**	**-**	**1,000,000**	**-**
Exercisable at 30 June	-	-	-	-

Equity-settled share-based payments Revenue Based Long-Term Incentives (2021-22 LTIs)	Number Year ended 30 June 2024	WAEP (cents) Year ended 30 June 2024	Number Year ended 30 June 2023	WAEP (cents) Year ended 30 June 2023
Outstanding at 1 July	**750,000**	**-**	**750,000**	**-**
Granted during period	-	-	-	-
Forfeited during period	-	-	-	-
Exercised during period	-	-	-	-
Expired during period	-	-	-	-
Outstanding at 30 June	**750,000**	**-**	**750,000**	**-**
Exercisable at 30 June	-	-	-	-

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24c. Movements during the year - continued

Equity-settled share-based payments Revenue Based Long-Term Incentives (2021-22 LTIs)	Number Year ended 30 June 2024	WAEP (cents) Year ended 30 June 2024	Number Year ended 30 June 2023	WAEP (cents) Year ended 30 June 2023
Outstanding at 1 July	**500,000**	**-**	**500,000**	**-**
Granted during period	-	-	-	-
Forfeited during period	-	-	-	-
Exercised during period	-	-	-	-
Expired during period	-	-	-	-
Outstanding at 30 June	**500,000**	**-**	**500,000**	**-**
Exercisable at 30 June	-	-	-	-

Equity-settled share-based payments Revenue Based Long-Term Incentives (2021-22 LTIs)	Number Year ended 30 June 2024	WAEP (cents) Year ended 30 June 2024	Number Year ended 30 June 2023	WAEP (cents) Year ended 30 June 2023
Outstanding at 1 July	**250,000**	**-**	**250,000**	**-**
Granted during period	-	-	-	-
Forfeited during period	-	-	-	-
Exercised during period	-	-	-	-
Expired during period	-	-	-	-
Outstanding at 30 June	**250,000**	**-**	**250,000**	**-**
Exercisable at 30 June	-	-	-	-

Equity-settled share-based payments Revenue Based Long-Term Incentives (2021-22 LTIs)	Number Year ended 30 June 2024	WAEP (cents) Year ended 30 June 2024	Number Year ended 30 June 2023	WAEP (cents) Year ended 30 June 2023
Outstanding at 1 July	**1,000,000**	**-**	**1,000,000**	**-**
Granted during period	-	-	-	-
Forfeited during period	-	-	-	-
Exercised during period	-	-	-	-
Expired during period	-	-	-	-
Outstanding at 30 June	**1,000,000**	**-**	**1,000,000**	**-**
Exercisable at 30 June	-	-	-	-

Equity-settled share-based payments Revenue Based Long-Term Incentives (2022-23 LTIs)	Number Year ended 30 June 2024	WAEP (cents) Year ended 30 June 2024	Number Year ended 30 June 2023	WAEP (cents) Year ended 30 June 2023
Outstanding at 1 July	**1,000,000**	**-**	**-**	**-**
Granted during period	-	-	1,000,000	-
Forfeited during period	-	-	-	-
Exercised during period	-	-	-	-
Expired during period	-	-	-	-
Outstanding at 30 June	**1,000,000**	**-**	**1,000,000**	**-**
Exercisable at 30 June	-	-	-	-

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24c. Movements during the year - continued

Equity-settled share-based payments Revenue Based Long-Term Incentives (2022-23 LTIs)	Number Year ended 30 June 2024	WAEP (cents) Year ended 30 June 2024	Number Year ended 30 June 2023	WAEP (cents) Year ended 30 June 2023
Outstanding at 1 July	**400,000**	**-**	**-**	**-**
Granted during period	-	-	650,000	-
Forfeited during period	(400,000)	-	(250,000)	-
Exercised during period	-	-	-	-
Expired during period	-	-	-	-
Expired during period	**-**	**-**	**400,000**	**-**
Exercisable at 30 June	-	-	-	-

Equity-settled share-based payments Revenue Based Long-Term Incentives (2022-23 LTIs)	Number Year ended 30 June 2024	WAEP (cents) Year ended 30 June 2024	Number Year ended 30 June 2023	WAEP (cents) Year ended 30 June 2023
Outstanding at 1 July	**-**	**-**	**-**	**-**
Granted during period	1,750,000	-	-	-
Forfeited during period	-	-	-	-
Exercised during period	-	-	-	-
Expired during period	-	-	-	-
Expired during period	**1,750,000**	**-**	**-**	**-**
Exercisable at 30 June	-	-	-	-

Equity-settled share-based payments Revenue Based Long-Term Incentives (2022-23 LTIs)	Number Year ended 30 June 2024	WAEP (cents) Year ended 30 June 2024	Number Year ended 30 June 2023	WAEP (cents) Year ended 30 June 2023
Outstanding at 1 July	**204,677**	**-**	**-**	**-**
Granted during period	-	-	204,677	-
Forfeited during period	-	-	-	-
Exercised during period	-	-	-	-
Expired during period	-	-	-	-
Expired during period	**204,677**	**-**	**204,677**	**-**
Exercisable at 30 June	-	-	-	-

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24d. Share option valuation model

The fair value of the share options are calculated at each reporting date using the Black-Scholes, Binomial or Monte Carlo model. The following table lists key inputs to the models used for the plans at 30 June 2023 and 30 June 2024:

Equity-settled share-based payment

	Long-Term Incentives			
	Share based payments granted in 2020 - 2021		Share based payments granted in 2021 - 2022	
	Tranche 1	Tranche 2	Tranche 1	Tranche 2
	Share Price Hurdle	EBITDA Hurdle	Share Price Hurdle	EBITDA Hurdle
Grant date	29 Oct 20	29 Oct 20	26 Nov 21	26 Nov 21
Vesting/loan repayment date	29 Oct 23	29 Oct 23	26 Nov 23	26 Nov 23
Expected life of share options (years)	-	-	-	-
Exercise price at vesting (cents)	-	-	-	-
Share price at Grant date (cents)	7.7	7.7	16.6	16.6
Share price at reporting date (cents)	19.0	19.0	19.0	19.0
Fair value at Grant date (cents)	2.9	6.1	11.7	14.7
Risk-free interest rate	0.1%	0.1%	0.6%	0.6%
Dividend yield	8.0%	8.0%	6.0%	6.0%
Expected Volatility	60%	60%	55%	55%

The WAEP in the above table is based on the expected exercise price at the vesting / loan repayment date.

	Long Term Incentives	
Share based payments granted in 2020 - 2021	Tranche 1 Share Price Hurdle	Tranche 2 Share Price Hurdle
Grant date	29 Oct 20	29 Oct 20
Vesting/loan repayment date	29 Oct 24	29 Oct 24
Expected life of share options (years)	0.33	0.33
Exercise price at vesting (cents)	-	-
Share price at Grant date (cents)	7.7	7.7
Share price at reporting date (cents)	19.0	19.0
Fair value at Grant date (cents)	2.7	5.6
Risk-free interest rate	0.2%	0.2%
Dividend yield	8.0%	8.0%
Expected Volatility	60%	60%

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24d. Share option valuation model (continued)

Share based payments granted in 2022 - 2023	Long Term Incentives	
	Tranche 1 Share Price Hurdle	Tranche 2 Share Price Hurdle
Grant date	25 Nov 22	25 Nov 22
Vesting/loan repayment date	25 Nov 24	25 Nov 24
Expected life of share options (years)	0.4	0.4
Exercise price at vesting (cents)	-	-
Share price at Grant date (cents)	24.0	24.0
Share price at reporting date (cents)	19.0	19.0
Fair value at Grant date (cents)	16.8	21.3
Risk-free interest rate	3.3%	3.3%
Dividend yield	6.0%	6.0%
Expected Volatility	55%	55%

Equity-settled share-based payment

Share based payments granted in 2020 - 2021		Long-Term incentives			
		Tranche 1	Tranche 2	Tranche 1	Tranche 2
	Short-Term Incentives	Share Price Hurdle	EBITDA Hurdle	Share Price Hurdle	EBITDA Hurdle
Grant date	29 Oct 20	29 Oct 20	29 Oct 20	29 Oct 20	29 Oct 20
Vesting/loan repayment date	29 Oct 21	29 Oct 23	29 Oct 23	29 Oct 24	29 Oct 24
Expected life of share options (years)	-	-	-	0.33	0.33
Exercise price at vesting (cents)	-	-	-	-	-
Share price at Grant date (cents)	7.7	7.7	7.7	7.7	7.7
Share price at reporting date (cents)	19.0	19.0	19.0	19.0	19.0
Fair value at Grant date (cents)	7.1	2.9	6.1	2.7	5.6
Risk-free interest rate	0.05%	0.12%	0.12%	0.21%	0.21%
Dividend yield	8.00%	8.00%	8.00%	8.00%	8.00%
Expected Volatility	60%	60%	60%	60%	60%

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24d. Share option valuation model (continued)

Share based payments granted in 2021 - 2022	Revenue Hurdle				
	1m Performance Rights	750k Performance Rights	500k Performance Rights	250k Performance Rights	1m Performance Rights
Grant date	12 Jan 22	12 Jan 22	2 Feb 22	10 Feb 22	1 April 22
Vesting/loan repayment date	28 Nov 25	26 Nov 27	28 Nov 25	28 Nov 25	28 Nov 25
Expected life of share options (years)	1.41	3.41	1.41	1.41	1.41
Exercise price at vesting (cents)	-	-	-	-	-
Share price at Grant date (cents)	19.0	19.0	18.0	18.0	18.0
Share price at reporting date (cents)	19.0	19.0	19.0	19.0	19.0
Fair value at Grant date (cents)	15.2	13.5	14.0	14.4	14.5
Risk-free interest rate	1.31%	1.57%	1.42%	1.63%	2.50%
Dividend yield	6.0%	6.0%	6.0%	6.0%	6.0%
Expected Volatility	55%	55%	55%	55%	55%

The WAEP in the above table is based on the expected exercise price at the vesting / loan repayment date.

Share based payments granted in 2022 - 2023	Revenue Hurdle	
	1m Performance Rights	250k Performance Rights
Grant date	1 Jul 22	25 Nov 22
Vesting/loan repayment date	25 Nov 25	25 Nov 25
Expected life of share options (years)	1.40	1.40
Exercise price at vesting (cents)	-	-
Share price at Grant date (cents)	17.0	24.0
Share price at reporting date (cents)	19.0	19.0
Fair value at Grant date (cents)	13.9	20.0
Risk-free interest rate	2.99%	3.25%
Dividend yield	6.0%	6.0%
Expected Volatility	55%	55%

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24d. Share option valuation model (continued)

	Long-Term Incentives	
Share-based payments granted in 2023-24	**Tranche 1**	**Tranche 2**
	Share Price Hurdle	**EBITDA Hurdle**
Grant date	30-Nov-23	30-Nov-23
Vesting/loan repayment date	30-Nov-25	30-Nov-25
Expected life of share options (years)	1.41	1.41
Exercise price at vesting (cents)	-	-
Share price at Grant date (cents)	22.5	22.5
Share price at reporting date (cents)	19.8	19.8
Fair value at Grant date (cents)	7.7	19.8
Risk-free interest rate	4.07%	4.07%
Dividend yield	6.7%	6.7%
Expected Volatility	45%	45%

Share-based payments granted in 2023-24	**Revenue Hurdle**
	1.75m Performance Rights
Grant date	30-Nov-23
Vesting/loan repayment date	30-Nov-26
Expected life of share options (years)	2.42
Exercise price at vesting (cents)	-
Share price at Grant date (cents)	22.5
Share price at reporting date (cents)	19.0
Fair value at Grant date (cents)	18.5
Risk-free interest rate	3.95%
Dividend yield	6.7%
Expected Volatility	45%

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25. Cash flow information

	2024 $	2023 $
Reconciliation of the net profit after tax to the net cash flows from operations		
Net profit	3,418,674	4,982,892
Non-cash items		
Depreciation	152,805	71,401
Amortisation	2,120,995	1,695,500
Credit Loss Expense	377,094	247,391
Finance Costs	176,330	56,088
Interest income on loans	-	(11,571)
Fair value movement in Financial Assets	77,296	(145,781)
Fair value movement in contingent consideration	101,430	(474,797)
Share based payments (benefit)/expense	1,181,993	1,128,103
Changes in assets and liabilities		
(Increase)/decrease in trade and other receivables	(1,843,663)	(406,044)
(Increase)/decrease in other assets excluding amounts advanced to non-controlling interests	(2,941,856)	(2,383,583)
Increase/(decrease) in deferred tax liabilities	385,396	840,551
(Decrease)/increase in payables	1,902,877	(278,737)
(Decrease)/increase in employee benefit provisions	286,614	136,636
(Decrease)/increase in current tax payable	345,551	(1,240,602)
Net cash flows from operating activities	**5,741,536**	**4,217,447**

26. Earnings/(loss) per share (EPS)

Basic EPS is calculated by dividing the profit for the year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year.

Diluted EPS is calculated by dividing the profit attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year plus an adjustment for the weighted average number of ordinary shares issued to Directors and employees for no consideration when they exercise their rights under the share option plan.

The following table reflects the income and share data used in the basic and diluted EPS computations:

	2024 $	2023 $
Profit/(loss) from continuing operations attributable to members/shareholders of the parent entity:	2,851,177	4,408,941

	2024 Thousands	2023 Thousands
Weighted average number of ordinary shares for basic EPS*	208,007	198,637
Effects of dilution from:		
- Share options	501	1,172
Weighted average number of ordinary shares adjusted for the effect of dilution*	208,508	199,809

* The weighted average number of shares takes into account the weighted average effect of changes in treasury shares during the year and excludes the unpaid portion of partly paid shares.

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26. Earnings/(loss) per share (EPS) – continued

There have been no other transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of authorisation of these financial statements.

Options where exercise price is currently in the money and those where performance conditions have not been satisfied have not been included.

27. Auditors remuneration

The auditor of Prime Financial Group Ltd and its controlled entities is Ernst & Young.

	2024 $	2023 $
Amounts received or due and receivable by the auditor for:		
Auditing or reviewing the financial report	261,000	245,000
	261,000	**245,000**

There were no non-audit related services provided in FY24 or FY23.

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28. Related party disclosures

The Group, through the Prime Financial Group Ltd Employee Share Plan (PFG ESP), has provided Mr P Madder (through a nominee Madder Corporate Pty Ltd) full recourse loans to purchase 6,224,156 Shares (30 June 2023: 6,224,156 Shares) in Prime Financial Group Ltd.

Mr P Madder is a Director of the subsidiary companies and AFS license holding entities of the Group but is not part of Key Management Personnel.

The full recourse loan provided to P Madder is assessed for changes in credit quality each reporting period. This includes an assessment as to whether there has been a significant increase in credit risk via changes in the ability to repay or the value of any collateral. The ECL amount as at 30 June 2024 is immaterial.

	Balance of loan at the beginning of the period	Interest accrued on loan	Loan repayments	Balance of loans at the end of the period
Year ended 30 June 2023	1,133,252	71,879	(112,500)	1,092,631
Year ended 30 June 2024	1,092,631	82,727	(225,000)	950,358

The loan agreements among other things includes the following terms:

- full recourse loan supported by a General Securities Agreement over Madder Corporate Pty Ltd supported by a personal guarantee from Peter Madder;
- interest accruing at 0.75% p.a. above the lenders rate as advised by the Trustee from time to time; and
- all loans are repayable on 30 June 2028.

Compensation for Key Management Personnel

	2024 $	2023 $
Short-term employment benefits	1,438,753	1,466,477
Post-employment benefits	40,487	48,442
Other long-term benefits	1,370	34,678
Share based Payments benefit	485,883	598,653
	1,966,493	**2,148,250**

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period.

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29. Segment information

To better report on the progress of the company strategy, Prime classifies its financial accounts into two reporting segments, the two segments are, 'Wealth Segment' (Wealth Management (inc Asset Management) and SMSF) and 'Business Segment' (Accounting & Business Advisory plus Capital & Corporate Advisory Services). This reporting structure provides current and prospective shareholders with a more detailed understanding of the drivers of performance of those segments and the cost of operating centralised services and the corporate office. Operating in two reporting segments comprising of providing integrated advice solely in Australia. These segments are consistent with the way the Managing Director/CEO (who is the chief operating decision-maker) monitors and assesses the business with regard to resource allocation and performance assessment.

	Wealth Segment $	Business Segment $	Corporate $	Consolidated $
2024				
Segment revenue	18,811,943	21,750,749	-	40,562,692
Interest Income	-	-	95,377	95,377
Service Income	-	-	116,204	116,204
Total Segment Revenue	**18,811,943**	**21,750,749**	**211,581**	**40,774,273**
Deduct				
Segment expenses	(13,012,622)	(15,391,328)	(2,181,491)	(30,585,441)
Segment Profit	5,799,321	6,359,421	(1,969,910)	10,188,832
Depreciation	-	-	(152,805)	(152,805)
Right of Use Asset Amortisation	(182,488)	(554,229)	(68,944)	(805,661)
Amortisation	-	-	(1,315,334)	(1,315,334)
Finance costs	(36,100)	(51,415)	(1,220,592)	(1,308,107)
Share Based Payment Expense/(Benefit)	(131,832)	(473,004)	(577,157)	(1,181,993)
Fair value movement on Financial Assets	-	-	(77,296)	(77,296)
Fair value movement on Contingent Consideration	(101,430)	-	-	(101,430)
Credit loss expense	72,850	(450,868)	924	(377,094)
Reported Profit Before Tax	**5,420,321**	**4,829,905**	**(5,381,114)**	**4,869,112**
Attributable to:				
Members/Shareholders of the parent entity	4,663,660	4,829,905	(5,381,114)	4,112,451
Non-controlling interests	756,661	-	-	756,661
Reported Profit Before Tax	**5,420,321**	**4,829,905**	**(5,381,114)**	**4,869,112**
Tax	-	-	(1,450,439)	(1,450,439)
Reported Profit After Tax	**5,420,321**	**4,829,905**	**(6,831,553)**	**3,418,673**
Attributable to:				
Members/Shareholders of the parent entity	4,852,825	4,829,905	(6,831,553)	2,851,177
Non-controlling interests	567,496	-	-	567,496
Reported Profit After Tax	**5,420,321**	**4,829,905**	**(6,831,553)**	**3,418,673**
Segment Assets	37,427,414	40,115,074	4,575,739	82,118,227
Total Assets	**-**	**-**	**-**	**82,118,227**
Segment Liabilities	(3,194,992)	(8,156,823)	(18,023,198)	(29,375,013)
Total Liabilities	**-**	**-**	**-**	**(29,375,013)**
Segment Net Assets	34,232,422	31,958,251	(13,447,459)	52,743,214
Total Net Assets				**52,743,214**

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29. Segment information – continued

	Wealth $	Business $	Corporate $	Consolidated $
2023				
Segment revenue	15,220,717	18,313,528	-	33,534,245
Interest Income	-	-	94,736	94,736
Service Income	-	-	114,266	114,266
Total Segment Revenue	**15,220,717**	**18,313,528**	**209,002**	**33,743,247**
Deduct				
Segment expenses	(10,422,480)	(11,841,623)	(1,490,944)	(23,755,047)
Segment Profit	4,798,237	6,471,905	(1,281,942)	9,988,200
Depreciation	-	-	(71,401)	(71,401)
Right of Use Asset Amortisation	(149,434)	(318,647)	(68,640)	(536,721)
Amortisation	-	-	(1,158,779)	(1,158,779)
Finance costs	(14,032)	(19,985)	(754,989)	(789,006)
Share Based Payment Expense/(Benefit)	(160,265)	(547,900)	(419,938)	(1,128,103)
Fair value movement on Financial Assets	-	-	145,781	145,781
Fair value movement on Contingent Consideration	-	-	474,797	474,797
Credit loss expense	(34,281)	(99,396)	(113,714)	(247,391)
Reported Profit Before Tax	**4,440,225**	**5,485,977**	**(3,248,825)**	**6,677,377**
Attributable to:				
Members/Shareholders of the parent entity	3,674,956	5,485,977	(3,248,825)	5,912,108
Non-controlling interests	765,269	-	-	765,269
Reported Profit Before Tax	**4,440,225**	**5,485,977**	**(3,248,825)**	**6,677,377**
Tax	-	-	(1,694,485)	(1,694,485)
Reported Profit After Tax	**4,440,225**	**5,485,977**	**(4,943,310)**	**4,982,892**
Attributable to:				
Members/Shareholders of the parent entity	3,866,274	5,485,977	(4,943,310)	4,408,941
Non-controlling interests	573,951	-	-	573,951
Reported Profit After Tax	**4,440,225**	**5,485,977**	**(4,943,310)**	**4,982,892**
Segment Assets	32,191,445	31,670,647	3,275,198	67,137,290
Total Assets	**-**	**-**	**-**	**67,137,290**
Segment Liabilities	(1,850,287)	(2,998,501)	(12,953,949)	(17,802,737)
Total Liabilities	**-**	**-**	**-**	**(17,802,737)**
Segment Net Assets	30,341,158	28,672,146	(9,678,751)	-
Total Net Assets				**49,334,553**

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30. Financial assets and financial liabilities

30a. Financial assets

	30 June 2024 $	30 June 2023 $
Financial assets at fair value through profit and loss		
Unquoted equity instruments	462,841	486,650
Financial asset - Crispin & Jeffery - SMSF	512,258	565,746
Total Financial assets at fair value through profit and loss	**975,099**	**1,052,396**
Financial assets at amortised costs		
Cash and cash equivalents	507,861	1,043,303
Trade and other receivables	6,608,900	4,844,631
Loans receivable	950,358	1,092,631
Lease receivable	-	184,062
Total financial assets	**9,042,218**	**8,217,023**
Total current	7,341,761	6,296,996
Total non-current	1,700,457	1,920,027
Total financial assets	**9,042,218**	**8,217,023**

30b. Financial liabilities

	Interest rate %	Maturity	30 June 2024 $	30 June 2023 $
Current interest-bearing loans and borrowings				
Lease Liabilities	6.02% - 6.80%	30/06/2025 - 31/12/2028	513,583	781,492
Borrowings – Bank Facility	7.37% - 7.42%	20/12/2026 - 17/02/2027	2,598,775	1,699,613
Total current interest-bearing loans and borrowing			**3,112,358**	**2,481,105**
Non-Current interest-bearing loans and borrowings				
Lease Liabilities	6.60% - 6.80%	30/09/2028 - 31/12/2028	2,434,349	-
Borrowings - Bank facility	7.37% - 7.42%	09/07/2025 - 17/02/2027	9,180,184	8,814,060
Total non-current interest-bearing loans and borrowings			**11,614,533**	**8,814,060**
Other financial liabilities				
Payables			4,653,137	2,504,546
Balance outstanding on acquisitions			4,526,694	704,395
Total other financial liabilities			**9,179,831**	**3,208,941**
Total financial liabilities			**23,906,722**	**14,504,106**
Total current financial liabilities			10,916,656	4,990,433
Total non-current financial liabilities			12,990,066	9,513,673
Total financial liabilities			**23,906,722**	**14,504,106**

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30c. Fair values

Set out below is a comparison by class, of the carrying amounts and fair values of the Group's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

	2024		2023	
	Carrying amount	Fair Value	Carrying amount	Fair Value
Financial assets				
Unquoted equity instruments	462,841	462,841	486,650	486,650
Financial asset - Crispin & Jeffery - SMSF	512,258	512,258	565,746	565,746
Loan receivable	950,358	950,358	1,092,631	1,092,631
Lease receivable	-	-	184,062	184,062
Total	**1,925,457**	**1,925,457**	**2,329,089**	**2,329,089**
Financial liabilities				
Interest-bearing loans and borrowings				
- Bank facility	11,778,959	11,778,959	10,513,673	10,513,673
Balance outstanding on acquisitions	4,526,694	4,526,694	704,395	704,395
Total	**16,305,653**	**16,305,653**	**11,218,068**	**11,218,068**

It has been assessed that the fair values of cash and cash equivalents, trade receivables, trade payables and other contracts approximate their carrying amounts largely due to the short-term maturities of these instruments. It has also been assessed that the fair values of loan receivables and obligations under the bank facility approximate their carrying amounts largely due to the fact they are linked to a floating rate of interest.

Fair value measurement

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities:

			Fair value measurement using		
			Quoted prices in active markets	Significant observable inputs	Significant observable inputs
	Date of valuation	Total	(Level 1)	(Level 2)	(Level 3)
Assets measured at fair value:					
Unquoted equity securities	30 June 2024	462,841	-	-	462,841
Financial asset - Crispin & Jeffery - SMSF	30 June 2024	512,258	-	-	512,258
Liabilities measured at fair value:					
Balance outstanding on acquisitions	30 June 2024	4,526,694	-	-	4,526,694

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30c. Fair values – continued

			Fair value measurement using		
			Quoted prices in active markets	Significant observable inputs	Significant observable inputs
	Date of valuation	Total	(Level 1)	(Level 2)	(Level 3)
Assets measured at fair value:					
Unquoted equity securities	30 June 2023	486,650	-	-	486,650
Financial asset - Crispin & Jeffery - SMSF	30 June 2023	565,746	-	-	565,746
Liabilities measured at fair value:					
Balance outstanding on acquisitions	30 June 2023	704,395	-	-	704,395

Unquoted Equity Security	30 June 2024 $	30 June 2023 $
Balance at the beginning of the year	486,649	**315,875**
Movement in Fair value	(23,808)	170,774
Balance at the end of the year	**462,841**	**486,649**

Financial Asset - Crispin & Jeffery - SMSF	30 June 2024 $	30 June 2023 $
Balance at the beginning of the year	**565,746**	**590,739**
Movement in Fair value	(53,488)	(24,993)
Balance at the end of the year	**512,258**	**565,746**

Balance Outstanding on Acquisitions	30 June 2024 $	30 June 2023 $
Balance at the beginning of the year	**704,395**	**327,525**
Additions	4,380,140	4,509,900
Settlements	(659,271)	(3,658,233)
Movement in Fair value	101,430	(474,797)
Balance at the end of the year	**4,526,694**	**704,395**

Unquoted equity securities – financial services sector

The fair value of unquoted equity securities – financial services sector consists of an investment purchased in FY18. The asset is measured based on a revenue multiple as a best practice for measuring Early-Stage entities. The key inputs in this valuation were revenue and the revenue multiple. The earnings multiple used in the valuation at 30 June 2024 was 6 times. Unquoted equity securities – financial services sector are classified as a Level 3 financial asset and are measured at fair value through profit and loss. A 5% increase (decrease) in the revenue utilised in the valuation would result in an increase (decrease) in fair value of $23,142.

Financial Asset

Crispin & Jeffery is classified as a Level 3 financial asset and is measured at fair value through profit and loss. The fair value technique used was an earning multiple approach. The key inputs in this valuation were earnings generated by the investment and the earnings multiple. The earnings multiple used in the valuation at 30 June 2024 was 5.5 times. A 5% increase (decrease) in the earnings multiple or underlying earnings would result in an increase (decrease) in fair value of $25,613. The fair valuation of Crispin & Jeffery – SMSF at 30 June 2024 resulted in a loss through the profit and loss of $53,488.

Balance outstanding on acquisitions

Please see Note 21 for details of the balance outstanding on acquisition of investments.

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30d. Financial instruments risk management objectives and policies

The Group's principal financial liabilities comprise borrowings, trade and other payables, balances outstanding on the acquisition of investments. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include loans, unquoted equity investments, trade and other receivables, and cash and cash equivalents.

The Group is exposed to equity price risk, interest rate risk, credit risk and liquidity risk. The Group's Board oversees the management of these risks.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's bank facility which has a floating interest rate. The Group monitors interest rates to assess the impact of changes in interest rates.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of cash and cash equivalents, loans and borrowings affected. All interest bearing instruments have been included within this sensitivity. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate cash and cash equivalents and borrowings, as follows:

	Effect on Group/ (loss) before tax
2024	
1.00% increase in interest rates	(112,711)
1.00% decrease in interest rates	112,711
2023	
1.00% increase in interest rates	(94,704)
1.00% decrease in interest rates	94,704

Equity risk

The unlisted equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Group manages the equity price risk through holding a relatively small proportion of its assets in unlisted equity securities. The acquisitions of any unlisted equity securities are required to be approved by the Board.

Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments. Credit risk is managed primarily by monitoring receivables and the credit ratings of relevant banks and financial institutions. The credit risk relating to the loan to Directors was assessed by the Board when the related loans were entered.

Liquidity risk

Liquidity risk arises from the possibility that the Group may encounter difficulty in settling its debts or otherwise meeting its obligations related to financial liabilities. The Group manages liquidity risk by monitoring forecast cash flows and ensuring that adequate unutilised borrowing facilities are maintained.

Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Group's performance to developments affecting a particular industry. The Group does not have any significant concentrations of credit risk except for the loan to Director.

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30d. Financial instruments risk management objectives and policies – continued

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:

Years ended 30 June 2024	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Lease liabilities	-	256,629	757,301	2,344,807	-	3,358,737
Interest-bearing loans and borrowings	-	217,728	653,184	11,798,047	-	12,668,959
Balance outstanding on acquisition of investments	-	-	3,522,238	1,950,000	-	5,472,238
Trade and other payables	4,653,137	-	-	-	-	4,653,137
	4,653,137	**474,357**	**4,932,723**	**16,092,854**	**-**	**26,153,071**

Years ended 30 June 2023	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Lease liabilities	-	227,650	565,649	-	-	793,299
Interest-bearing loans and borrowings	-	176,964	530,892	11,238,985	-	11,946,841
Balance outstanding on acquisition of investments	-	704,395	-	-	-	704,395
Trade and other payables	2,504,546	-	-	-	-	2,504,546
	2,504,546	**1,109,009**	**1,096,541**	**11,238,985**	**-**	**15,949,081**

	1 July 2023	Coupon Cash flows	Interest	Changes in fair values	Other	30 June 2024
Lease liabilities	781,492	(1,302,029)	109,394	-	3,359,075	2,947,932
Interest-bearing loans and borrowings	10,513,673	1,265,286	-	-	-	11,778,959
Total liabilities from financing activities	**11,295,165**	**(36,743)**	**109,394**	**-**	**3,359,075**	**14,726,891**

31. Parent entity disclosures

	30 June 2024 $	30 June 2023 $
(a) Statement of financial position		
Current assets	20,098,054	18,681,521
Non-current assets	39,554,472	38,846,173
Total assets	**59,652,526**	**57,527,694**
Current liabilities	18,916,358	15,055,318
Non-current liabilities	3,238,402	1,826,580
Total liabilities	**22,154,761**	**16,881,898**
Net assets	**37,497,765**	**40,645,796**
Contributed equity	71,430,028	67,473,686
Accumulated losses	(33,932,263)	(26,827,890)
Total equity	**37,497,765**	**40,645,796**
(b) Statement of profit or loss and other comprehensive income		
Profit/(Loss) for the year	162,486	332,301
Total comprehensive income	**162,486**	**332,301**

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Parent entity financial information - investments in subsidiaries, associates and joint venture entities

Investments in subsidiaries, associates and joint venture entities are accounted for at cost in the financial statements of Prime. Dividends received from associates are recognised in the parent entity's profit or loss when its right to receive the dividend is established.

32. Significant events after balance date

On 22 August 2024, the Directors of Prime Financial Group Ltd declared a final dividend on ordinary shares in respect of the FY24 financial year. The total amount of the dividend is $2,038,005 which represents a fully franked dividend of 0.85 cents per share. The dividend has not been provided for in the 30 June 2024 financial statements.

Ms Andrea Slingsby was appointed as an Independent Non-Executive Director, effective 5 July 2024.

In July 2024 the Group successfully finalised a capital raise of $3,002,628. As part of this process, $976,191 prepayment of funds was received and posted as a liability before 30 June 2024, reflecting the commitment to issue shares in the future. The remaining $2,026,437 was received on 2 July 2024.

Except for the items above, there are no matters or circumstances which have arisen since the end of the financial period, that have significantly affected, or may significantly affect the operations of the Group, or the state of affairs of the Group in future periods.

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Director's Declaration

1 The Financial Statements and Notes, as set out on pages 34 to 76, are in accordance with the Corporations Act 2001 and;

(a) comply with Accounting Standards, the Corporation Act 2001, and other mandatory professional reporting requirements;

(b) give a true and fair view of the financial position as at 30 June 2024 and of the performance for the year ended on that date of the consolidated group; and

(c) the attached financial statements are in compliance with international Financial Reporting Standards, as stated in Note 2 to the financial statements.

2. The Managing Director and Chief Executive Officer, and Company Secretary have each declared that:

(a) The financial records of the company for the financial year have been properly maintained in accordance with s286 of the Corporations Act 2001;

(b) The Financial Statements and Notes for the financial year comply with the Accounting Standards; and

(c) The Financial Statements and Notes for the financial year give a true and fair view.

(d) The consolidated entity disclosure statement required by section 295(3A) of the Corporations Act is true and correct.

In the Directors' opinion there are reasonable grounds to believe that Prime Financial Group Ltd will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors.

Simon Madder
Managing Director/CEO & Chairman
Melbourne, 22 August 2024

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Independent Auditor's Report

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Independent auditor's report to the Members of Prime Financial Group Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of Prime Financial Group Limited (the Company) and its subsidiaries (collectively the Group), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, notes to the financial statements, including material accounting policy information, the consolidated entity disclosure statement and the directors declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

a. Giving a true and fair view of the consolidated financial position of the Group as at 30 June 2024 and of its consolidated financial performance for the year ended on that date; and

b. Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial report of the current year. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the financial report* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial report. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial report.

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Goodwill Impairment

Why significant	How our audit addressed the key audit matter
As at 30 June 2024, the Group's Goodwill totals $51,337,363 as disclosed in Note 16. Goodwill has been recognised as a result of the Group's previous acquisitions. The Group performs an annual impairment assessment, or more frequently if there is an indicator that goodwill may be impaired. This assessment involves a comparison of the carrying value of the Cash Generating Unit with its recoverable amount. The impairment assessment involves estimates and assumptions based on future performance, forecast cash flows, discount rates and terminal growth rates as disclosed in Note 16. These assumptions are subject to estimation uncertainty, with potential changes in assumptions leading to changes in the recoverable value of the asset. Accordingly, we considered this to be a key audit matter.	Our audit procedures in conjunction with our valuation specialists included the following: ▸ Assessed whether managements impairment testing methodology met the requirements of Australian Accounting Standards; ▸ Tested the mathematical accuracy of the impairment testing model; ▸ Assessed whether the forecast cash flows were consistent with the most recent Board approved cash flow forecasts; ▸ Assessed the historical accuracy of the Group's previous forecasts by performing a comparison of historical forecasts to actual results; and ▸ Assessed the appropriateness of key assumptions, such as the discount rates and long-term growth rates, including performing our own sensitivity analyses around these key assumptions. We assessed the Group's determination of the CGUs to which goodwill is allocated and assessed the adequacy of the disclosures included in the Notes to the financial statements.

Business Combinations

Why significant	How our audit addressed the key audit matter
The Group undertook two business combinations during the year. The accounting for business combinations is complex and requires judgment in determining: ▸ the value of identifiable intangible assets ▸ fair value of other net assets acquired ▸ goodwill acquired ▸ total consideration payable, including estimating components of deferred consideration.	Our audit procedures included the following: ▸ Assessed the purchase price accounting with reference to the signed sale and purchase agreements relating to each business acquisition; ▸ Involved our valuation specialists to assess the methodology and appropriateness of key assumptions used to calculate the fair value of identifiable intangible assets, i.e. customer lists;

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Why significant	How our audit addressed the key audit matter
The Group has disclosed the accounting policy relating to business combinations in Note 2.3(m) and the significance of the acquisitions in Note 4 to the financial statements. Accordingly, we considered this to be a key audit matter.	▶ Tested the mechanical accuracy of management's models; and ▶ Tested the calculation of the total consideration payable as at acquisition date. We also assessed the adequacy of the disclosures associated with business combinations included in the financial statements.

Information other than the financial report and auditor's report thereon

The directors are responsible for the other information. The other information comprises the information included in the Company's 2024 annual report, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinion.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the financial report

The directors of the Company are responsible for the preparation of:

- The financial report (other than the consolidated entity disclosure statement) that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001*; and
- The consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001;* and

for such internal control as the directors determine is necessary to enable the preparation of:

- The financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- The consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the

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going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated to the directors, we determine those matters that were of most significance in the audit of the financial report of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the audit of the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 18 to 25 of the directors' report for the year ended 30 June 2024.

In our opinion, the Remuneration Report of Prime Financial Group Limited for the year ended 30 June 2024, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Ernst & Young

John MacDonald
Partner
22 August 2024

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ASX Additional Information

Additional information required by the Australian Securities Exchange and not shown elsewhere in this report is presented below. This information is current as at 13 August 2024.

(a) Distribution of equity securities

Ordinary share capital – 240,718,759 fully paid ordinary shares are held by 1,144 individual shareholders. The number of shareholders, by size of holding, in each class of share are:

	Ordinary Shares	
Category (size of holding)	**No. of holders**	**No. of shares**
1 - 1,000	72	27,609
1,001 - 5,000	198	648,930
5,001 - 10,000	176	1,414,075
10,001 - 100,000	462	17,337,402
100,001 over	236	221,290,743
Total	**1,144**	**240,718,759**

(b) Twenty largest shareholders

The names of the twenty largest holders of quoted shares are:

		Listed Ordinary Shares	
	Name	**Number of shares**	**% of ordinary shares**
1	DOMAIN INVESTMENT (MELBOURNE) PTY LTD	24,076,741	10.00
2	KIUT INVESTMENTS PTY LTD <KEPPEL INVESTMENTS UNIT A/C>	11,351,315	4.72
3	GOGORM SUPER PTY LTD <GOGORM SUPER FUND A/C>	11,316,896	4.70
4	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	7,627,440	3.17
5	ASCENSION BUSINESS INVESTMENTS PTY LTD <ASCENSION BUSINESS INV A/C>	7,378,571	3.07
6	SONNING ROAD PTY LTD <PSB SUPERANNUATION FUND A/C>	6,767,142	2.81
7	WILLOUGHBY CAPITAL PTY LTD <WILLOUGHBY CAPITAL A/C>	6,347,309	2.64
8	ROCKSLIDE PTY LTD <ROCKSLIDE A/C>	6,345,754	2.64
9	CULVERWOOD SUPERANNUATION PTY LTD <CULVERWOOD A/C>	6,012,656	2.50
10	MR PETER WATSON	4,400,000	1.83
11	TIMOTHY PAUL ERIC BENNETT	4,091,992	1.70
12	DMX CAPITAL PARTNERS LIMITED	4,066,582	1.69
13	HISHENK PTY LTD	3,600,000	1.50
14	BROWN EYE PTY LTD <BROWN FAMILY A/C>	3,505,302	1.46

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(b) Twenty largest shareholders – continued

The names of the twenty largest holders of quoted shares are:

		Listed Ordinary Shares	
	Name	**Number of shares**	**% of ordinary shares**
15	CITICORP NOMINEES PTY LIMITED	3,357,879	1.39
16	DRAKEVALE PTY LTD <JOANNE&PETER KENNEDY S/F A/C>	3,337,296	1.39
17	MR SIMON MADDER	3,318,600	1.38
18	LOCH VENTURES PTY LTD <LOCH VENTURES FAMILY A/C>	3,290,357	1.37
19	MR MATTHEW SHAYNE KEOHAN SMITH & MS SASHA KIMBERLEY SMITH <THE SMITH FAMILY S/F A/C>	3,275,954	1.36
20	MR MATTHEW WILLIAM MURPHY & MRS AMANDA JANE MURPHY <MURPHY SUPER FUND A/C>	3,250,000	1.35

(c) Voting rights

All ordinary shares (whether fully paid or not) carry one vote per share without restriction.

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Corporate Information

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M. Murphy, Executive Director
T. Bennett, Executive Director
A. Slingsby, Independent Non-Executive Director

Company Secretary

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